CITY OF DETROIT
BROWNFIELD REDEVELOPMENT AUTHORITY

MICHIGAN PUBLIC ACT 381 WORK PLAN TO CONDUCT MDEQ AND MEGA ELIGIBLE ACTIVITIES

@WATER LOFTS SOUTH
DETROIT, MICHIGAN

for

@ WATER LOFTS, LLC
DETROIT, MICHIGAN

OCTOBER 19, 2006

Approved by MDEQ on:_____

Approved by MEGA on:_____

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WORK PLAN TO CONDUCT MDEQ AND MEGA REDEVELOPMENT ACTIVITIES

@WATER LOFTS SOUTH DETROIT, MICHIGAN

1.0 INTRODUCTION

AKT Peerless Environmental Services (AKT Peerless) has prepared this combined Environmental and Non-Environmental Work Plan for the eligible property ("Property" or "subject property") located at 1470 E. Atwater Street (Ward 7/Item 000005) in the City of Detroit, Wayne County, Michigan. See Figure 1 for a site location map and property survey map. The Detroit City Council approved a Brownfield Redevelopment Plan to include the Property on October 18, 2006 (refer to Appendix A for a copy of the approved Brownfield Plan).

@water Lofts South ("the project") will be the first of a three-phased development and will be recognized as one of Detroit's premier neighborhoods. The street level retail space along E. Atwater Street will be neighborhood oriented featuring coffee shops, small produce markets, cafes, and other services typically associated with urban neighborhoods. These flexible spaces will offer opportunities for national chain stores as well as local entrepreneurs.

Mid-rise residential towers will flank the south side of E. Atwater Street, creating access to the state's first urban park, and local neighborhood business. The residents will enjoy an ample garden court with unrestricted views of the Detroit River. All public parking for the @water Lofts development will be provided in mid-block structures hidden from view by storefronts and/or residential linear buildings at grade level. Convenient entrances to parking garages will be from side streets, minimizing their impact visually on Atwater and to the pedestrian traffic, while maintaining the integrity and the scale of the development. @water Lofts will be the nexus of the East Riverfront District. Strategically, the site will serve as a vital activity center along Atwater Street, linking the outdoor GM Plaza and Promenade with the Tri-Centennial State Park and Harbor. This development will be executed with a dedication to quality that will help fulfill the vision shared by the City of Detroit, General Motors, the Detroit Riverfront Conservancy, and

the State of Michigan, which together have stepped forward together to support these extraordinary projects. The Developer intends to apply for a single business tax credit equal to 10% of its eligible investment at the eligible property pursuant to Act 143 of the Public Acts of Michigan of 2000 and Act 228 of the Public Acts of Michigan of 1975, as amended.

Investment for the Project described in this Work Plan is estimated at approximately $119.5 million in improvements to land and buildings. Based on the current site conditions, certain eligible activities are necessary to prepare the property for redevelopment. The following sections present site background information, current property conditions, the proposed non-environmental eligible activities, and the costs associated with the proposed activities.

1.1 ELIGIBLE PROPERTY INFORMATION

1.1.1 Location

The Property is located at 1470 E. Atwater Street, in an area of Detroit known as the "East Riverfront District". The Property currently consists of vacant undeveloped land that historically, over the last 100 years, has been used for industrial operations. The Property is situated between Atwater Street to the north, vacated Riopelle Street followed by vacant land (1500 E. Atwater Street) to the east, vacant land followed by the Detroit River to the south, and vacant land (1420 E. Atwater Street) to the west. The Property encompasses approximately 3 acres, and is located in Township 2 South (T.2 S.), Range 12 East (R.12 E.), Wayne County, Michigan. Please refer to the Brownfield Plan located in Appendix A for the legal description. See Figure 1 for a Scaled Property Location Map. See Figure 2 for a Property Survey Map. See Appendix C for Site Photographs.

1.1.2 Current Ownership

The City of Detroit Economic Development Corporation currently owns the Property

1.1.3 Proposed Future Ownership

@water Lofts, LLC plans on purchasing the Property. The Developer plans on retaining ownership of the property during the proposed redevelopment. As the Project progresses portions of the Property may be leased or sold to end-users. Contact information is as follows:

@water Lofts, LLC
78 Watson, Suite 100
Detroit, Michigan 48201
Contact Person: Dwight E. Belyue
Phone: 313-833-3600

1.1.4 Delinquent Taxes, Interest, and Penalties

No delinquent taxes, interest, or penalties are known to exist for the Property.

1.1.5 Existing and Proposed Future Zoning For Each Eligible Property

The Property is currently zoned for industrial use. Modifications in zoning will be necessary to accommodate the proposed mixed-use development. The Developer is currently in the process of completing the zoning modifications in accordance with the practices of the City of Detroit.

1.2 HISTORICAL USE OF EACH ELIGIBLE PROPERTY

The eligible property has been historically occupied by various industrial occupants including: Pittmans and Dean Coal and Ice Depot (1900), Detroit United Railroad company powerhouse (1910), DSR Garage (1923, 1932), DSR Powerhouse (1923), Public Lighting Commission Riopelle Substation (1932, 1941, 1957), Composite Forgings Inc. (1957), City of Detroit Parks & Rec (garage) (1957, 1964), Harris Concrete & Supply Co (1964), and Koenig Fuel & Supply Co. (1997). Historical operations since at least 1884 to 2005 have included: lumber storage, coal driven powerhouse, machine shops, blacksmith shop, lime kilns, coal storage, a dump for tailings from the powerhouse, a lighting substation, railroad spurs, and a concrete mixing plant and warehouse.

1.3 CURRENT USE OF EACH ELIGIBLE PROPERTY

The eligible property is currently vacant, undeveloped land. It is likely that subsurface construction debris from former buildings historically located on the eligible property may still be present.

1.4 SUMMARY OF PROPOSED REDEVELOPMENT AND FUTURE USE FOR EACH ELIGIBLE PROPERTY

@water Lofts South will be the first of a three-phased development and will be recognized as one of Detroit's premier neighborhoods, providing street-level retail space, along the entire Atwater Street frontage. The retail space will be neighborhood oriented; boutique-scale offerings featuring coffee shops, dry cleaning, and small produce markets, cafes and other services typically associated with urban neighborhoods.

Mid-rise residential towers will flank the south side of E. Atwater Street, creating access to the state's first urban park. On levels 3 through 5, the residents will enjoy an ample garden court with unrestricted views of the Detroit River. Redevelopment plans are provided in Appendix D.

1.5 INFORMATION REQUIRED BY SECTION 15(15) OF THE STATUTE

1.5.1 Public Benefit

During the past eight years, the City of Detroit and General Motors have been the visionary champions of Detroit's East Riverfront. Commissioned in 2002 by the City of Detroit, Cooper Robertson Associates created a master plan for the East Riverfront District, providing the guiding principals for infill development. More recently, the City of Detroit and GM have assembled a group of private corporations, foundations and governmental stakeholders to form the Detroit Riverfront Conservancy. The goal of the conservancy is a creation of the Detroit Riverwalk, a pedestrian and bicycle pathway that will provide unrestricted public access to the Detroit River from Hart Plaza to Belle Isle. The transformation of Detroit's East Riverfront zone has been envisioned, and is being executed, on a scale rarely seen before. @water Lofts will be the nexus of the East Riverfront District. Strategically, the site will serve as a vital activity center along Atwater Street, linking the outdoor GM Plaza and Promenade with the Tri-Centennial State Park and Harbor. The link between this development and the master plan will create an anchor

development of a 24-hour urban neighborhood where residents can live, work, and play. This reclaimed waterfront warehouse zone redevelopment is seen as the new core of this area and it will set a standard to promote further growth within the district.

1.5.2 Job Creation

Future job creation is expected within the retail and entertainment component of the project. The retail space, at grade level along Atwater will be neighborhood oriented, boutique-scale offerings featuring coffee shops, dry cleaning, small produce markets, cafes and other services typically associated with urban neighborhoods. These flexible spaces will offer opportunities for national chain stores as well as local entrepreneurs. The proposed gross leasable retail area is expected to provide between 60 and 90 fulltime service jobs and between 15 and 25 fulltime management and administrative positions. The fulltime jobs that are expected to result from this development are subject to the City of Detroit's Living Wage Ordinance, which requires the minimum hourly wage of an employee with fully paid comprehensive family medical coverage to be paid $10.00/hr. and $12.50 without benefits.

1.5.3 Unemployment Status

According to the Michigan Department of Labor and Economic Growth, Office of Labor and Market Information the annual average unemployment rate in January of 2006 for the County of Wayne was 8.9%, and in the City of Detroit 14.5%. At the same time the State of Michigan experienced a rate of unemployment of 7.1%. According to the Bureau of Labor Statistics report for January 2006, surrounding counties recently experienced rate of unemployment much less severe than the City of Detroit, including Oakland County at 6.1%, Monroe County at 6.5%, and Macomb County at 7.2%.

1.5.4 Contamination Alleviation

The eligible activities are intended to mitigate existing environmental conditions that present unacceptable exposures to users of the Property following redevelopment, and prevent exacerbation of existing contamination during redevelopment.

1.5.5 Private Sector Contribution

Investment is estimated at approximately $119.5 million in improvements to land and buildings.

1.5.6 Cost Gap Comparison

No alternative Greenfield site was considered for the project.

1.5.7 Brownfield Creation

This Project will not create a new brownfield site.

1.5.8 Project Financial Data

See Appendix B.

1.5.9 Incentives

The total estimated cost of the eligible activities to be reimbursed through the capture of tax increment revenues is provided in Table 1. The Developer anticipates making an investment of approximately $119.5 million in real property improvements on the Property. Redevelopment of the Property is expected to subsequently generate increases in taxable value and result in incremental taxable value beginning in 2010. A Neighborhood Enterprise Zone is also being sought. Finally, a Brownfield Redevelopment Single Business Tax Credit of approximately $9.7 million is being sought. The Developer will finance all eligible activities under this Plan related to improvements on the Property.

1.5.10 Additional Information

None

2.0 CURRENT PROPERTY CONDITIONS

2.1 PROPERTY ELIGIBILITY

The Property is considered “eligible property” as defined by Act 381, Section 2 because (a) the Property was previously utilized for a industrial purpose; (b) it is located within the City of Detroit, a qualified local governmental unit under Act 381; and (c) the Property is determined to be a facility as defined by Act 381.

The subject property was previously utilized for industrial purposes, and meets the definition of a "facility[1]". Therefore, the subject property is an "Eligible Property" as defined in Act 381. Facility contaminants related to historical industrial activities were identified at the eligible property. Soil and groundwater in this portion of the subject property must be removed due to the concentration and nature of these contaminants. AKT Peerless will verify the extent of contamination through soil verification samples once the excavation of this area has been completed.

2.2 SUMMARY OF ENVIRONMENTAL CONDITIONS

The following environmental site assessments have been conducted on the eligible property.

2.2.1 Environmental Consulting and Technology, Inc. (May 28, 1999) Phase I Environmental Site Assessment

On May 28, 1999 Environmental Consulting and Technology, Inc. (ECT) completed a Phase I Environmental Site Assessment (ESA) of the subject property. The purpose of ECT's ESA was to provide an independent professional opinion regarding the environmental conditions associated with the subject property. According to ECT, the following recognized environmental conditions were identified at the subject property.

- Three pole-mounted transformers of unknown age and PCB status.
- Wash water pits for cleaning cement haulers.
- Potential vent pipe indicating UST on western property boundary.
- Typical ground surface staining from truck refueling and oil leakage.
- The eligible property is an open LUST site, no closure report has been found. At least ten USTs containing petroleum products (diesel and gasoline), varying is size (2,000 gallons up to 12,000 gallons) have been identified on the eligible property.

[1] Under Part 201, a "facility" is defined as "any area, place, or property where a hazardous substance in excess of the concentrations which satisfy the requirements of Section 20120a(1)(a) has been released, deposited, disposed of, or otherwise comes to be located," M.C.L. § 324.20101(1)(o). A "release" is defined to include "spilling" or "leaking" of a hazardous substance into the environment. In addition, a "release" includes the abandonment of containers or other closed receptacles containing hazardous substances, M.C.L. § 324.20101(1)(bb).

- Historical industrial operations have included: a concrete supplier, the public lighting commission, and the Detroit Street Railway Yard, coal yard, marine terminal.

ECT recommended conducting additional environmental assessment to determine whether these environmental concerns resulted in an adverse environmental impact to the subject property.

2.2.2 Enviro Matrix Engineering Excellence (EM) (June 30, 2005) Phase II ESA

On June 30, 2005, EM completed a Phase II subsurface investigation of the subject property. The purpose of EM's Phase II ESA was to evaluate the recognized environmental conditions identified during the ECT's previous Phase I ESA and Phase II ESA (report not available), as well as to gather data to prepare a Baseline Environmental Assessment (BEA) of the property. During the investigation, EM (1) drilled 2 soil borings: SB-4 (advanced to a depth of 12 feet below ground surface (bgs) and SB-6 (advanced to a depth of 8 feet bgs), (2) installed 2 temporary monitoring wells, (3) collected 2 soil samples and 2 groundwater samples, and (4) submitted samples for laboratory analyses. Samples were submitted for laboratory analyses of select parameters, including volatile organic compounds (VOCs), semi-volatile organic compounds (SVOCs), and Michigan metals.

Soil encountered by EM during the subsurface investigation consisted of topsoil, sand, cement powder and aggregate from ground surface to approximately one foot below ground surface followed by mixed sand layers with sandy clay, wood chips, buried brick and debris to a depth of ten feet followed by brown plastic clay to a depth of 12 feet in portions of the property. Groundwater was encountered in saturated sand seams at varying depths between six and nine feet bgs. Trimethylbenzene at a maximum concentration of 1,900 µg/Kg was detected in soil samples collected at SB-6 at concentrations exceeding the generic residential cleanup criteria (GRCC) groundwater to surface water interface protection (GSI) Criterion of 570 µg/Kg. In addition, mercury at a maximum concentration of 6.2 µg/L was detected in groundwater samples collected at SB-6 at concentrations exceeding the GRCC GSI Criterion of 0.0013 µg/L and the GRCC drinking water protection (DWP) Criterion of 2.0 µg/L. Lead at a maximum concentration of 1,100 µg/L was also detected in groundwater samples collected at SB-6 at concentrations exceeding the DWP Criterion of 0.2 µg/L.

Based on the findings of the Phase II report completed by EM, it has been determined that the property meets the definition of a *"facility"* as defined in Part 201 of Natural Resources and Environmental Protection Act (NREPA), Act 451 of 1994.

2.2.3 EM's (June 30, 2005) Baseline Environmental Assessment

A Category "N" BEA of the 1470 E. Atwater Street Property (that also included 1500 and 1650 E. Atwater Streets) was submitted to the MDEQ for a Disclosure on June 30, 2005 on behalf of the City of Detroit. A Category "N" BEA was submitted because there was no future significant hazardous use on the property.

The results of the BEA indicate that contaminated soil and groundwater have been identified at the eligible property. Specifically, trimethylbenzene at a maximum concentration of 1,900 µg/Kg was detected in soil samples collected at SB-6 at concentrations exceeding the generic residential cleanup criteria (GRCC) groundwater to surface water interface protection (GSI) Criterion of 570 µg/Kg. In addition, mercury at a maximum concentration of 6.2 µg/L was detected in groundwater samples collected at SB-6 at concentrations exceeding the GRCC GSI Criterion of 0.0013 µg/L and the GRCC drinking water protection (DWP) Criterion of 2.0 µg/L. Lead at a maximum concentration of 1,100 µg/L was also detected in groundwater samples collected at SB-6 at concentrations exceeding the DWP Criterion of 0.2 µg/L.

Based on the findings of the BEA report completed by EM, it has been determined that the property meets the definition of a *"facility"* as defined in Part 201 of Natural Resources and Environmental Protection Act (NREPA), Act 451 of 1994.

It is unknown at this time whether or not the BEA was submitted for a determination by the MDEQ.

2.3 SUMMARY OF FUNCTIONALLY OBSOLETE OR BLIGHTED CONDITIONS

Not applicable to this Work Plan.

3.0 SCOPE OF WORK

3.1 ENVIRONMENTAL MDEQ ELIGIBLE ACTIVITIES

Laboratory analytical results from previous subsurface investigations indicate that concentrations of trimethylbenzene in the soil and, mercury and lead in the groundwater are present on portions of the subject property above MDEQ Part 201 Generic Residential Cleanup Criteria. Therefore, the property meets the definition of a "facility," as defined in Part 201. Due to the nature of these contaminants, they must be removed and disposed in a licensed landfill and/or a liquid industrial waste facility.

The environmental eligible activities will include baseline environmental site assessment, due care and additional response activities as described in the following subsections. A detailed breakdown of the costs associated with each task is provided in Section 3.1.4.

Tax increment revenue will be captured by the Authority and used to reimburse the Developer for the cost of their environmental eligible activities completed on the property (see the Brownfield Plan in Appendix A).

3.1.1 Baseline Environmental Assessment

Phase II Subsurface Investigation

Based on the results of the former investigations, the proposed Phase I ESA, and in accordance with accepted industry practice, AKT Peerless will conduct a Phase II subsurface investigation at the subject property. The subsurface investigation will include at a minimum (1) drilling soil borings, (2) installing monitoring wells (if groundwater is encountered), (3) submitting soil and groundwater samples for laboratory analyses, and (4) preparing a report summarizing the results of the investigation.

Soil Boring and Sample Collection

To evaluate subsurface conditions at the subject property, AKT Peerless will drill soil borings and/or test pits. The number and location of the soil borings or test pits will be based on existing documentation of environmental conditions and the results of the Phase I ESA currently being conducted by AKT Peerless. During the investigation, AKT Peerless will submit select soil and

groundwater samples for laboratory analysis of VOCs, PNAs, and Michigan metals. The depth of the soil borings will be determined based on field conditions. Samples collected during this investigation will be in lieu of verification samples from the excavation. The depths of soil samples collected during the investigation will be determined based on field conditions with a preference toward samples deeper than six feet below ground surface. In a typical boring, samples will be collected at approximately 8-10 feet, 10-12 feet, and 12-14 feet bgs.

AKT Peerless will either: (1) retain a drilling contactor to use hollow-stem augers and, or (2). Retain a contractor to conduct test pits. Soil samples will be visually inspected and a geologic log will be constructed. Each soil sample will be screened with a photoionization detector (PID). If hollow stem augers are used the driller will follow the American Standard Testing and Materials publication ASTM D-1586. While drilling with hollow-stem augers, soil samples will be collected in 5.0-foot-intervals using a 2-foot-long 2-inch-diameter split-spoon sampler.

AKT Peerless will request the local utility companies to mark on the ground surface the locations of buried utilities (e.g., electrical lines, telephone lines, sewers, water mains, and natural gas pipes). Before starting drilling operations, the property owner will provide AKT Peerless with all available documents, drawings, and maps that indicate buried utility lines and USTs at the site, if necessary.

Soil samples will be collected in precleaned glass jars and stored following United States Environmental Protection Agency (USEPA) Publication SW-846 Method 5035/ASTM D4547-91, final version of March 26, 1998, *Testing Methods for Evaluating Solid Waste*. This publication includes guidelines for the *Soil Sample Collection and Methanol Preservation for Volatile Analysis*. The samples will be transported to a laboratory under chain-of-custody documentation in an ice-cooled container. Samples collected for VOC analysis will be preserved immediately with methanol.

Monitoring Well Installation and Groundwater Sample Collection

If groundwater is encountered at the subject property, AKT Peerless will retain a contractor to install monitoring wells. The number of monitoring wells will be based on the recognized

environmental conditions and chosen to best characterize groundwater conditions at the subject property. The groundwater investigation will be conducted to assess due care issues and is not intended as a detailed hydrogeological investigation. Groundwater samples will be used to obtain approval for discharge to the city sewer and/or a liquid industrial waste facility. The data generated by this subsurface investigation may be submitted as supplemental information to this Act 381 Work Plan, and will be included in the "due care" plan. A more detailed breakdown of the costs associated with this task is provided later in this section.

The contractor will construct each monitoring well using polyvinyl chloride (PVC) riser and 5-foot-long PVC screen. During installation, the annular void between the well screen and the borehole will be filled with a none cementing, coarse-grained, silica sand filter pack (to a vertical position of one-foot above the well screen). A column of bentonite pellets will be placed above the sand filter pack to seal the annular void space. The remainder of the borehole will be backfilled with a bentonite grout.

After well installation, AKT Peerless will purge each well by evacuating at least three casing volumes of groundwater or purging the well dry. AKT Peerless will collect the sample after sufficient groundwater seeps into the well. Groundwater samples will be collected with a 2-inch-diameter Teflon® bailer. Groundwater samples will be collected and stored following United States Environmental Protection Agency (USEPA) Publication SW-846, *Testing Methods for Evaluating Solid Waste*. The samples will be transported, in an ice-cooled container, to a laboratory for analyses.

Decontamination

AKT Peerless will instruct the drilling contractor to prepare a decontamination area for cleaning drilling equipment and sampling tools before drilling commences. The drilling company will steam-clean the drilling equipment (augers, spilt-spoons, and other equipment) in the decontamination area before drilling each borehole. AKT Peerless will decontaminate sampling equipment such as bailers, hand augers, and trowels. During soil and groundwater sampling, de-contamination of sampling equipment (bailers, split-spoons, hand augers, and trowels) will be conducted in the following order:

- Washing and scrubbing the equipment with none phosphate detergent
- Rinsing the equipment with tap water
- Air drying the equipment

Surveying

After drilling activities are completed, the monitoring wells' location and top of casing elevation relative to existing monitoring wells will be measured. The depth to groundwater will be measured and this information will be used to construct a groundwater potentiometric map showing the estimated direction of groundwater flow.

Laboratory Analyses

AKT Peerless will submit the samples to a laboratory for analyses. Samples will be analyzed for parameters identified in the MDEQ Operational Memorandum No. 14 *"Analytical Parameters and Methods, Sample Handling, and Preservation for Petroleum Releases"* dated June 12, 1998. The soil samples collected for organic analyses will be immediately preserved in the field with methanol in accordance with USEPA Method 5035. The selected laboratory will use analytical methods according to MDEQ and USEPA approved protocols.

Phase II Subsurface Investigation Report Preparation

After completing the subsurface investigation and receiving, analytical results, AKT Peerless will prepare a report, which will include a summary of field activities, analytical results, discussion of procedures, site map with sampling locations, and discussion of results.

BEA Report Preparation

AKT Peerless' scope of work is based on Section 20126(1)(c) of Part 201 of the Natural Resources and Environmental Protection Act (NREPA), 1994 PA 451, as amended, and MDEQ Instructions for Preparing and Disclosing Baseline Environmental Assessments and Section 7(a) Compliance Analyses, dated March 11, 1999. AKT Peerless' scope of work to complete the BEA will be based on the following:

- Results of the Phase I Environmental Site Assessment
- Results of the Phase II Subsurface Investigation
- Proposed future use of the site
- Planned redevelopment activities

- Response activity plans, as appropriate, to demonstrate compliance with Section 20107a ("Due Care")

3.1.2 Due Care

To demonstrate compliance with Section 20107a ("Due Care"), AKT Peerless will outline minimum "response activity plans", which may be necessary during site use and ownership. These response activity plans will be included in the BEA. Response activities may include operation and maintenance activities to ensure the integrity of the site and evaluation of potential exposure pathways.

A "due care" plan will be completed in accordance with Section 20126(1)(c) of Part 201 of the Natural Resources and Environmental Protection Act (NREPA), 1994 Public Act (PA) 451, as amended, and *Michigan* Department *of Environmental Quality (MDEQ) Instructions for Preparing and Disclosing Baseline Environmental Assessments and Section 7a Compliance* Analyses, effective March 11, 1999. This report will be prepared with a summary of the due care activities conducted, an analysis of exposure pathways, and an update regarding the status of redevelopment. A more detailed breakdown of the costs associated with this task is provided later in this section.

3.1.3 Additional Response Activities

Health and Safety Plan

AKT Peerless will prepare a site-specific health and safety plan to (1) prevent the spread of contaminants and (2) protect workers and residents. The HASP will include the following elements:

- Authorized personnel and definition of responsibilities.
- Personal protective equipment
- Decontamination procedures.
- Work zone restrictions and delineations.
- Personal protection upgrade/downgrade action limits.
- Emergency information and telephone numbers.
- Incident documentation procedures.
- Contingency plans.

A site-specific Health and Safety Plan (HASP) will be completed for redevelopment activities at the site. The HASP will comply with appropriate guidelines including the following:

- Michigan Occupational Safety and Health Act
- Section 111(c)(6) of CERCLA
- Occupational Safety and Health Administration requirements 29 CFR 1910 and 1926
- Standard Operating Safety Guide Manual (revised November 1984) by the Office of Emergency and Remedial Response
- Occupation Safety and Health guidance manual for Hazardous Waste Site Activities (NIOSH/OSHA/USCG/EPA, DHHS [NIOSH] Publication No. 85-115, October 1985)

Removal of Impacted Soil and Dewatering Activities

During previously conducted environmental investigations of the property contaminant concentrations in the soil and groundwater were detected above MDEQ Part 201 Generic Residential Cleanup Criteria on the subject property. This area is approximately 472 feet wide by 280 feet long and will extend approximately 8 feet below ground surface. Approximately 50,000 cubic yards of soil will be removed from this portion of the subject property. AKT Peerless will provide oversight of soil removal activities and dewatering activities. Refer to Figure 3 for a site map with the approximate extent of the proposed excavation. The costs presented in this Work Plan include the transportation and disposal of contaminated soil. The cost associated with the excavation of the soil mixed with fill material (if not contaminated) will be absorbed under site preparation costs funded by MEGA. A more detailed breakdown of the costs associated with these tasks is provided later in this section.

Verification soil sampling

Once the soil removal and dewatering response activities have been completed AKT Peerless will collect soil samples in accordance with the "Sampling Strategies and Statistics Training Materials for Part 201 Cleanup Criteria (S3TM)" published by the DEQ. Samples will be collected based on the area of the sidewalls and floor of the final excavation.

Remedial Action Plan (RAP)

ATK Peerless will prepare a RAP if the future success of the development requires a residential cleanup. In addition, a storm water pilot project is being conducted on the adjoining Tri-centennial Park by the MDNR to process storm water from the Property, a RAP may be necessary to address any contaminated groundwater concerns.

3.1.4 Cost

The estimated cost for the activities described in this section is $1,983,187.00. A more detailed description of the costs associated with these activities is provided in the following table.

Task	Estimated Cost
Baseline Environmental Site Assessment Activities	
Project Management	$7,500
Field Activities	$6,500
Laboratory (Phase II ESA)	$49,500
Drilling	$6,500
Miscellaneous (e.g. field equipment, travel)	$3,500
Phase II ESA Report Preparation	$8,500
BEA Report Preparation (Category N)	$5,600
Due Care and Additional Response Activities	
Transportation ($7.50/cubic yard)**	$375,000
Disposal ($18/cubic yard)** and Dewatering Activities	$900,000
Oversight (assuming 3 weeks)	$20,000
Project Management	$15,000
Laboratory (Verification Sampling)	$22,949
Health and Safety Plan	$1,500
Due Care Plan	$7,000
RAP	$20,000
State Work Plan Preparation	$2,500
Sub Total	**$1,451,549.00**
Contingency	$217,732
Interest	$312,406
State Work Plan Review Fee	$1,500
Total	**1,983,187.00**

*Assumes 50,000 cubic yards of soil will be removed (excavation costs to be absorbed under site preparation funded under MEGA eligible activities)
**Cost may vary depending on soil moisture content and density

3.1.6 Contingency

Additional response activities may include the response to unexpected contamination. Though these are not expected, Brownfield sites may contain one or more of the following:

- Encountering free product.

- Encountering soil classified as hazardous waste
- Historical septic systems or other underground structures

Additional response activities may include the removal of unexpected contamination and/or the - construction of an engineered barrier or cover. If unexpected contamination is encountered, MDEQ will be notified. Also, a request to amend the Act 381 work plan and budget may be submitted to MDEQ. A 15% contingency factor has been included to accommodate unexpected conditions that may be encountered during the redevelopment. The estimated cost for contingency factors is $217,732.00.

3.2 NON-ENVIRONMENTAL MEGA ELIGIBLE ACTIVITIES

The potential non-environmental eligible activities will include site preparation activities that are not response activities the same more fully described below.

1. Work Plan. The cost to prepare a work plan in accordance with Michigan Economic Development Corporation ("MEDC") is estimated at $2,500.00.

2. State Work Plan Review Fee. The MEDC fee for review of the work plan is estimated at $1,000.00.

3. Site Preparation. Site preparation activities will include necessary removal and relocation of on site utilities, removal of existing site improvements such as paving, curb and gutter, etc. and the removal of subsurface construction debris that is not an additional response activity. In addition, engineering, design, surveying (grading related), and testing (geotechnical studies) related to site preparation activities typical for a project of this nature will be necessary. The estimated cost for site preparation activities is $763,888.00.

4. Interest. Interest incurred during the duration of Plan. The estimated cost for interest is $143,488.00.

5. Contingency. A 15% contingency factor has been included to accommodate unexpected conditions that may be encountered during the redevelopment. The estimated cost for contingency factors is $114,958.00.

4.0 SCHEDULE AND COSTS

The following subsections present the proposed schedule to complete the Project and the associated costs.

4.1 SCHEDULE OF ACTIVITIES

Project activities will commence in 2007 following the City of Detroit's Brownfield Redevelopment Authority (BRA), the Detroit City Council, and Michigan Economic Growth Authority (MEGA) approvals. Completion of the Project is anticipated within 2 years of commencement depending on market conditions.

4.2 ESTIMATED COSTS

The itemized estimated costs to complete the Non-Environmental eligible activities including all labor, equipment, subcontractors, and materials under this Work Plan are provided in Section 3.0 above. The Eligible Activity costs contained in Table 1 attached provides a summary of the estimated costs to complete each task.

5.0 PROJECT COSTS AND FUNDING

The following subsections present the total estimated Project costs and the source and uses of funds.

5.1 TOTAL ESTIMATED PROJECT COSTS

The total cost of the Environmental and Non-Environmental Eligible Activities under this Work Plan are provided in Table 1. See Appendix B for financial data outlining the specific costs related to the redevelopment.

5.2 SOURCES AND USES OF FUNDS

The Developer anticipates making an investment of approximately $119.5 million in real property improvements on the Property. Redevelopment of the Property is expected to subsequently generate increases in taxable value and result in incremental taxable value beginning in 2010. Tax increment revenue will be utilized to reimburse the cost of eligible activities plus interest. Table 1 provides an estimate of tax increment revenue. The Developer will finance all eligible activities under this Plan related to improvements on the Property.

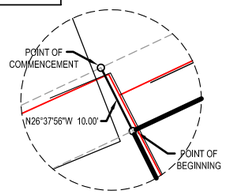
6.0 LIMITATIONS

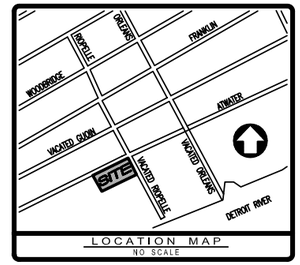
None.

GRAPHIC SCALE

40 0 20 40 80 160

(IN FEET)
1 inch = 40 ft.





LOCATION MAP
NO SCALE

LEGEND

BM 7	BENCHMARK
	TRAVERSE POINT
	SANITARY MANHOLE
	STORM MANHOLE
	SQUARE CATCH BASIN
	ROUND CATCH BASIN
	BEEHIVE CATCH BASIN
	CLEAN OUT
	UNKNOWN MANHOLE
	HYDRANT
	GATE VALVE AND WELL
	VALVE BOX
	WATER METER
E	DETROIT EDISON MANHOLE
	ELETRIC PEDESTAL
	ELECTRIC HANDHOLE
P	PUBLIC LIGHTING DEPARTMENT
T	TELEPHONE MANHOLE
	TELEPHONE PEDESTAL
	GAS VALVE
	UTILITY POLE
	GUY ANCHOR
	LIGHT POLE
	BOLLARD
	PARKING METER
	SIGN
	DECIDUOUS TREE
	CONIFEROUS TREE
X	CHAINLINK FENCE
	SPLIT RAIL FENCE
	WALL (STONE OR BLOCK)
OH	OVERHEAD UTILITIES
	EXISTING SEWER LINES
	EXISTING WATERMAIN
	EXISTING GAS LINES
	EXISTING ELECTRIC LINES
	EXISTING PUBLIC LIGHTING DEPTARTMENT
	EXISTING TELEPHONE

REFERENCES

1. Cartographic Map #38, prepared by City of Detroit Survey Bureau, dated May 1, 1966

2. Street and Alley Map #8-156, prepared by City of Detroit Survey Bureau, dated January 6, 1953 (J. C. C. Pg. 28)

3. Street and Alley Map #9-23, prepared by City of Detroit Survey Bureau, dated July 28, 1959 (J. C. C. Pg. 1521)

4. Street and Alley Map #10-205, prepared by City of Detroit Survey Bureau, dated January 25, 1978 (J. C. C. Pg. 167)

5. Plat of "MAP OF THE EASTER ADDITION TO THE CITY OF DETROIT AS SUBDIVIDED INTO LOTS BY A. E. HATHON CITY ENGINEER-1836" recorded June 11,1836, Liber 14, Page 445 (Wayne County Records)

6. Plat of "A TOWN PLAT OF THE FARM OF ANTOINE DEQUINDRE ASSIGNED BY DEED OF TRUST TO PETER DESNOYER DRAWN UP BY ASON E. HATHON AT THE REQUEST OF THE PARTIES INTERESTED FOR THE PURPOSE 0F BEING RECORDED FEBRUARY 4, 1840 A. E. HATHON," Liber 10, Page 715-717 (Wayne County Records)

7. Plat of "PLAT OF THE SUBDIVISION OF THE DOMINQUE RIOPELLE FARM BEING THE FRONT OF PRIV. CLAIM 13" recorded October 14, 1845, Liber 25, Page 405 (Wayne County Records)

8. Plat of "PLAT OF THE SUBDIVISION OF THE DOMINQUE RIOPELLE FARM BEING THE FRONT OF PRIVATE CLAIM NO. 13-APR. 26, 1844 BY A. E. HATHON-CITY SURVEYOR" Liber 25, Page 405-407 (Wayne County Records)

~PRELIMINARY~

VERTICAL DATUM

TOPOGRAPHIC INFORMATION PROVIDED ON THIS DRAWING IS BASED ON CITY OF DETROIT DATUM.

BENCHMARK LIST

BM 1 ARROW ON HYDRANT AT NORTHWEST CORNER OF ORLEANS STREET AND JEFFERSON AVE. ELEVATION = 119.37 (OFFSITE)

BM 2 ARROW ON HYDRANT AT NORTHEAST CORNER OF WOODBRIDGE STREET AND ORLEANS STREET. ELEVATION = 112.12

BM 3 ARROW ON HYDRANT AT SOUTHEAST CORNER OF FRANKLIN STREET AND ORLEANS STREET. ELEVATION = 105.47

BM 4 ARROW ON HYDRANT AT NORTHEAST CORNER OF RIOPELLE STREET AND ATWATER STREET. ELEVATION = 102.09

LEGAL DESCRIPTIONS

BLOCK F:

Land In the City of Detroit, County of Wayne, State of Michigan, being:

Part of Lots 2-6 inclusive, of **"PLAT OF THE GUOIN FARM"**, as subdivided, A.E. Hathon 1834, Recorded in Liber 11 of Deeds, Page 596, And part of Lots 1-3 Inclusive, of **"PLAT OF THE SUBDIVISION OF THE DOMINIQUE RIOPELLE FARM"**, being the front of Private Claim No. 13. Apr. 26. 1844 by A.E. Hathon, City Surveyor. Recorded In Liber 15 of Deeds, Page 394 and 395, and Replated in Liber 25 of deeds, Pages 405 & 406, 407, (Wayne County records), Described as:

Commencing at the northwesterly corner Lot 2, of said **"PLAT OF THE GUOIN FARM"**, also being the southeasterly right-of-way of Atwater Street (50 feet wide), thence S26°37'56"E 10.00 feet to the POINT OF BEGINNING,

Thence N64°47'10"E along a line being 10.00 feet parallel and measured perpendicular to the southeasterly right-of-way of said Atwater Street 422.45 feet;

Thence N64°49'00"E 39.08 feet;

Thence N64°47'57"E 11.00 feet;

Thence S26°42'05"E along a line being 11.00 feet parallel and measured perpendicular to the southwesterly line of Lot 4, of said **"PLAT OF THE SUBDIVISION OF THE DOMINIQUE RIOPELLE FARM"**, 270.55 feet;

Thence S64°47'33"W 472.86 feet to the southwesterly line of Lot 2, of said **"PLAT OF THE GUOIN FARM"**;

Thence N26°37'56"W along the southwesterly line of Lot 2, of said **"PLAT OF THE GUOIN FARM"**, 270.52 feet to the POINT OF BEGINNING.

Containing 2.935 Acres, (127,845,411 sq. ft.) more or less.

Subject to any and all rights-of-way of record or otherwise.

FLOOD NOTE

EXAMINATION OF THE FLOOD INSURANCE RATE MAP (COMMUNITY-PANEL NUMBER 260222 0035 B, DATED JULY 2, 1981) IN ACCORDANCE WITH THE NATIONAL FLOOD INSURANCE PROGRAM OF 1968 INDICATES SUBJECT PROPERTY LIES WITHIN ZONE "C", (AREA OF MINIMAL FLOODING)

SITE FACILITIES

UTILITY COMPANY		SENT	RECEIVED	PLAN No.	PLAN DATE
DTE ENERGY (MICHCON-GAS)		07/12	07/28	----	----
DEPARTMENT OF PUBLIC WORKS	WATER	07/12	07/21	----	----
	SEWER	07/12	07/21	----	----
DETROIT EDISON		07/12	07/20	----	----
SBC		07/12	N/A	----	----
PUBLIC LIGHTING DEPARTMENT		07/12	07/21	----	----
COMCAST CABLE COMMUNICATIONS		07/12	N/A	----	----

N/A = HAVE NOT RECEIVED UTILITIES TO DATE

UTILITY INFORMATION, AS SHOWN, INDICATES APPROXIMATE LOCATIONS AND TYPES OF FACILITIES ONLY, AS DISCLOSED TO THIS FIRM BY THE VARIOUS UTILITY COMPANY'S RECORDS. NO GUARANTEE IS GIVEN OR IMPLIED AS TO THE COMPLETENESS OR ACCURACY THEREOF. PRIOR TO CONSTRUCTION, ALL LOCATION AND DEPTHS OF EXISTING OVERHEAD AND UNDERGROUND UTILITIES (IN CONFLICT WITH THE CONSTRUCTION OF PROPOSED IMPROVEMENTS) SHALL BE VERIFIED IN THE FIELD, DURING CONSTRUCTION, CONTRACTOR SHALL USE EXTREME CAUTION WHEN OPERATING NEAR OVERHEAD AND/OR BURIED UTILITIES.

CALL MISS DIG, 1-800-482-7171

SURVEYOR'S CERTIFICATION

I, STEPHEN R. JACOBI, HEREBY CERTIFY TO:

TO BE FURNISHED BY MADISON, MADISON INTERNATIONAL

THAT THIS MAP AND THE SURVEY ON WHICH IT IS BASED WERE MADE (I) IN ACCORDANCE WITH "MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/ACSM LAND TITLE SURVEYS", JOINTLY ESTABLISHED AND ADOPTED BY ALTA, ACSM AND NSPS IN 1999, AND INCLUDES ITEMS 1, 2, 3, 4, 7A, 10 AND 11B OF TABLE A THEREOF. PURSUANT TO THE ACCURACY STANDARDS AS ADOPTED BY ALTA, NSPS, AND ACSM AND IN EFFECT ON THE DATE OF THIS CERTIFICATION THATPROPER FIELD PROCEDURES, INSTRUMENTATION, AND ADEQUATE SURVEY PERSONNEL WERE EMPLOYED IN ORDER TO ACHIEVE RESULTS COMPARABLE TO THOSE OUTLINED IN THE "MINIMUM ANGLE, DISTANCE, AND CLOSURE REQUIREMENTS FOR SURVEY MEASUREMENTS WHICH CONTROL LAND BOUNDARIES FOR ALTA/ACSM LAND TITLE SURVEYS,"

METCO

DATE:_____ BY:_____
STEPHEN R. JACOBI, PROFESSIONAL SURVEYOR
PROFESSIONAL SURVEYOR #43057

DATE	REVISED	DATE	BY
10/04/05			
SCALE 1" = 40'			

DRAWN BY: CSD
CHECK BY: JRB
BOOK NO.: NA
PAGE NO.: NA

METCO SERVICES, INC.
1274 LIBRARY, DETROIT, MI. 48226
TEL - (313) 961-4560 • FAX (313) 961-1666
12504 STEPHENS, WARREN, MI. 48089
TEL - (586) 755-5770 • FAX (586) 755-5774
www.metcoservices.com

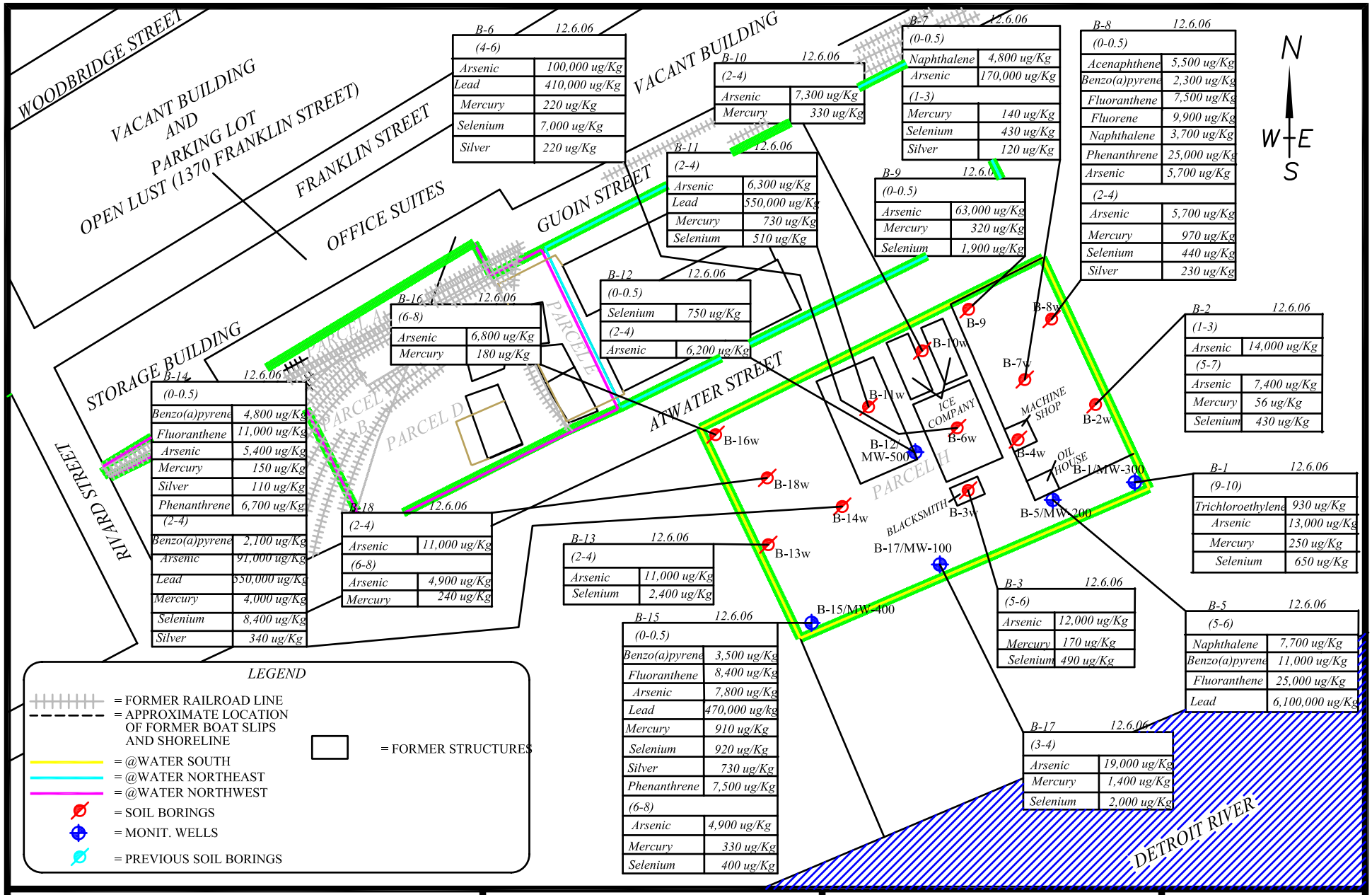
EAST RIVERFRONT DEVELOPMENT BLOCK F

A.L.T.A./A.C.S.M. SURVEY

CLIENT: ECONOMIC DEVELOPMENT CORPORATION OF THE CITY OF DETROIT

JOB NUMBER 05-104

SHEET NUMBER 1 OF 2



AKTPEERLESS environmental services

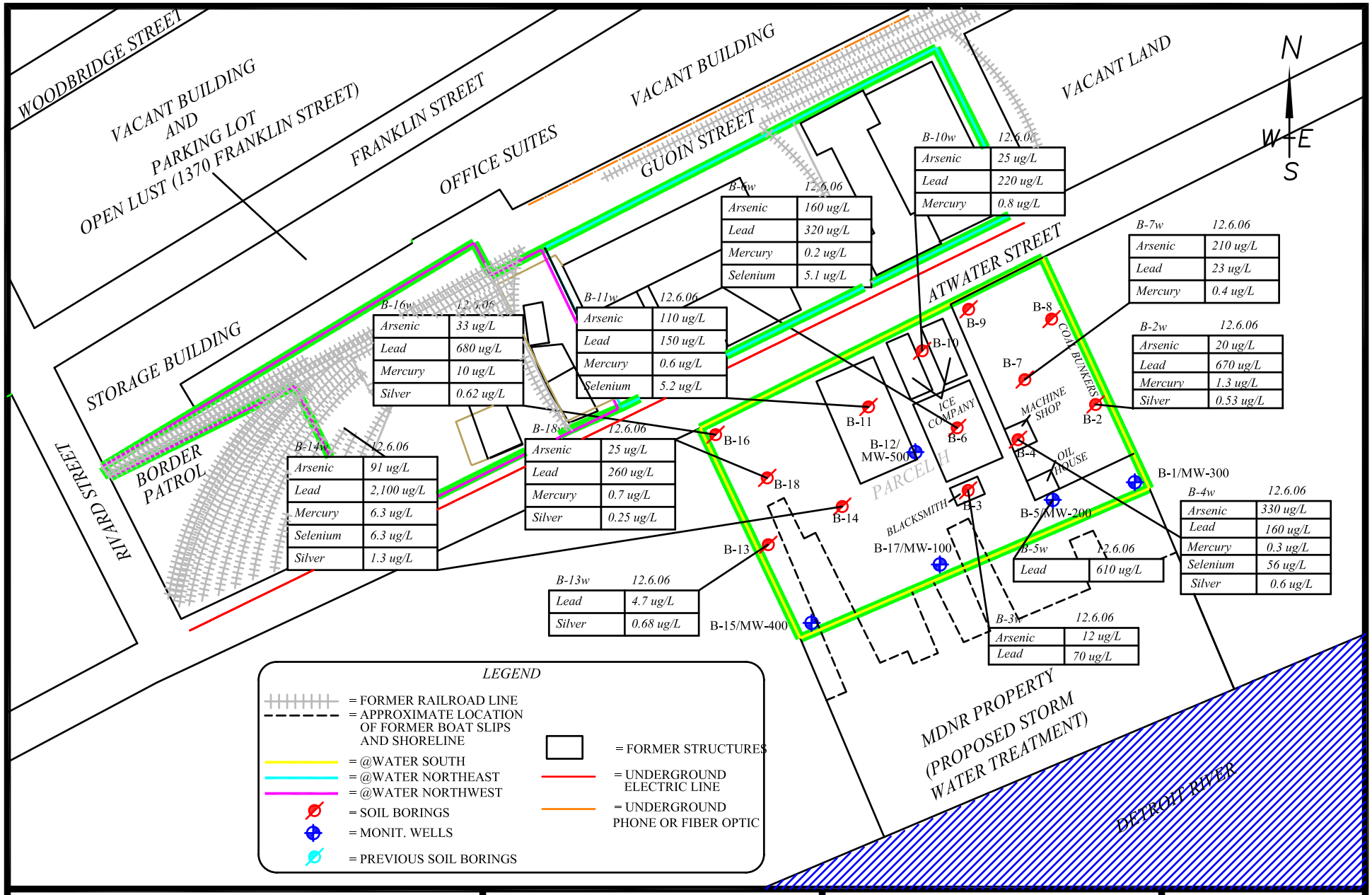
SITE MAP WITH SOIL ANALYTICAL RESULTS EXCEEDING MDEQ GRCC
@WATER LOFTS
(SOUTH)
ATWATER STREET
DETROIT, MICHIGAN

PROJECT NUMBER : 5133D

DRAWN BY: JM
DATE: 12.14.06

0 75 150
SCALE: 1" = 150'±

FIGURE 3



AKTPEERLESS environmental services

SITE MAP WITH GROUNDWATER ANALYTICAL RESULTS EXCEEDING MDEQ GRCC

@WATER LOFTS (SOUTH)
ATWATER STREET
DETROIT, MICHIGAN

PROJECT NUMBER : 5133D

DRAWN BY: MB
DATE: 12.14.06

0 75 150
SCALE: 1" = 150'±

FIGURE 4

WATER LOFTS SOUTH
RESIDENTIAL AND 50% OF COMMERCIAL

			2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	Totals
Current Taxable Value			$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	
Weighted Current Taxable Value (Residential)			$ 0.9857											
Weighted Current Taxable Value (Commercial)			$ 0.0143											
Residential True Market Value (increases by 1% per year)					$ 125,341,711	$ 126,595,128	$ 127,861,079	$ 129,139,690	$ 130,431,087	$ 131,735,398	$ 133,052,752	$ 134,383,279	$ 135,727,112	
Residential Taxable Value (Discounted 5%)					$ 59,537,313	$ 60,132,686	$ 60,734,013	$ 61,341,353	$ 61,954,766	$ 62,574,314	$ 63,200,057	$ 63,832,058	$ 64,470,378	
Residential Tax Increment Value					$ 58,275,981	$ 58,871,354	$ 59,472,681	$ 60,080,021	$ 60,693,434	$ 61,312,982	$ 61,938,725	$ 62,570,726	$ 63,209,046	
Commercial True Market Value (increases by 1% per year)					$ 1,795,500	$ 1,813,455	$ 1,831,590	$ 1,849,905	$ 1,868,404	$ 1,887,089	$ 1,905,959	$ 1,925,019	$ 1,944,269	
Commercial Taxable Value (Discounted 15%)					$ 763,088	$ 770,718	$ 778,426	$ 786,210	$ 794,072	$ 802,013	$ 810,033	$ 818,133	$ 826,314	
Commercial Tax Increment Value					$ 744,757	$ 752,387	$ 760,095	$ 767,879	$ 775,741	$ 783,682	$ 791,702	$ 799,802	$ 807,983	
Residential														
School Taxes - Millage		**NEZ**												
State Educ Tax	6.0000	**1.5471**			$ 90,160	$ 91,081	$ 92,012	$ 92,951	$ 93,900	$ 94,859	$ 95,827	$ 96,805	$ 97,792	**$ 845,388**
Local Taxes - Millage														
Community College	2.4862	**0.6411**			$ 37,359	$ 37,741	$ 38,127	$ 38,516	$ 38,909	$ 39,306	$ 39,708	$ 40,113	$ 40,522	**$ 350,301**
City General	19.9620	**5.1473**			$ 299,963	$ 303,028	$ 306,123	$ 309,249	$ 312,407	$ 315,596	$ 318,816	$ 322,070	$ 325,355	**$ 2,812,606**
Wayne County	6.6380	**1.7116**			$ 99,747	$ 100,766	$ 101,796	$ 102,835	$ 103,885	$ 104,946	$ 106,017	$ 107,098	$ 108,191	**$ 935,281**
Library	3.6331	**0.9368**			$ 54,594	$ 55,151	$ 55,715	$ 56,284	$ 56,858	$ 57,439	$ 58,025	$ 58,617	$ 59,215	**$ 511,897**
Jail	0.9381	**0.2419**			$ 14,097	$ 14,241	$ 14,386	$ 14,533	$ 14,681	$ 14,831	$ 14,983	$ 15,135	$ 15,290	**$ 132,176**
Wayne County Parks	0.2459	**0.0634**			$ 3,695	$ 3,733	$ 3,771	$ 3,809	$ 3,848	$ 3,888	$ 3,927	$ 3,967	$ 4,008	**$ 34,647**
HCMA	0.2161	**0.0557**			$ 3,247	$ 3,280	$ 3,314	$ 3,348	$ 3,382	$ 3,417	$ 3,451	$ 3,487	$ 3,522	**$ 30,448**
RESA	3.4643	**0.8933**			$ 52,057	$ 52,589	$ 53,126	$ 53,669	$ 54,217	$ 54,770	$ 55,329	$ 55,893	$ 56,464	**$ 488,113**
Taxes Generated but Not Captured by DBRA														
School Debt	13.0000	**3.3521**												**$ 1,831,674**
Bond Debt	7.9245	**2.0434**												**$ 1,116,546**
School Judgment	0.8000	**0.2063**												**$ 112,718**
	65.3082	16.84												
Commercial														
School Taxes - Millage														
School Operating	18.0000				$ 13,406	$ 13,543	$ 13,682	$ 13,822	$ 13,963	$ 14,106	$ 14,251	$ 14,396	$ 14,544	**$ 125,712**
State Educ Tax	6.0000				$ 4,469	$ 4,514	$ 4,561	$ 4,607	$ 4,654	$ 4,702	$ 4,750	$ 4,799	$ 4,848	**$ 41,904**
Local Taxes - Millage														
Community College	2.4862				$ 1,852	$ 1,871	$ 1,890	$ 1,909	$ 1,929	$ 1,948	$ 1,968	$ 1,988	$ 2,009	**$ 17,364**
City General	19.9620				$ 14,867	$ 15,019	$ 15,173	$ 15,328	$ 15,485	$ 15,644	$ 15,804	$ 15,966	$ 16,129	**$ 139,415**
Wayne County	6.6380				$ 4,944	$ 4,994	$ 5,046	$ 5,097	$ 5,149	$ 5,202	$ 5,255	$ 5,309	$ 5,363	**$ 46,360**
Library	3.6331				$ 2,706	$ 2,733	$ 2,761	$ 2,790	$ 2,818	$ 2,847	$ 2,876	$ 2,906	$ 2,935	**$ 25,374**
Jail	0.9381				$ 699	$ 706	$ 713	$ 720	$ 728	$ 735	$ 743	$ 750	$ 758	**$ 6,552**
Wayne County Parks	0.2459				$ 183	$ 185	$ 187	$ 189	$ 191	$ 193	$ 195	$ 197	$ 199	**$ 1,717**
HCMA	0.2161				$ 161	$ 163	$ 164	$ 166	$ 168	$ 169	$ 171	$ 173	$ 175	**$ 1,509**
RESA	3.4643				$ 2,580	$ 2,606	$ 2,633	$ 2,660	$ 2,687	$ 2,715	$ 2,743	$ 2,771	$ 2,799	**$ 24,195**
Taxes Generated but Not Captured by DBRA														
School Debt	13.0000													**$ 90,792**
Bond Debt	7.9245													**$ 55,345**
School Judgment	0.8000													**$ 5,587**
Total Yearly Incremental Taxes Captured					$ 700,785	$ 707,945	$ 715,178	$ 722,483	$ 729,861	$ 737,312	$ 744,838	$ 752,440	$ 760,117	**$ 6,570,959**
DBRA Annual Fee (5% up to $75,000)										$ 36,866	$ 37,242	$ 37,622	$ 38,006	**$ 149,735**
Yearly Taxes Captured for Reimbursement					$ 700,785	$ 707,945	$ 715,178	$ 722,483	$ 729,861	$ 700,447	$ 707,597	$ 714,818	$ 722,111	**$ 3,009,021**
Cumulative Taxes Captured for Reimbursement					$ 700,785	$ 1,408,730	$ 2,123,908	$ 2,846,391	$ 3,009,021					**$ 3,009,021**
Captured Taxes for Revolving Fund									$ 567,230	$ 700,447	$ 707,597	$ 714,818	$ 722,110	**$ 3,412,202**
Cumulative Taxes Captured for Revolving Fund									$ 567,230	$ 1,267,677	$ 1,975,274	$ 2,690,092	$ 3,412,202	

Reimbursed MEGA Expenses				$ 700,785	$ 325,049									
School Taxes				$ 108,034	$ 50,110									
Local Taxes				$ 592,750	$ 274,939									
Unreimbursed MEGA Expenses		$ 1,025,834	$ 325,049	$ -										
Reimbursed MDEQ Expenses					$ 382,896	$ 715,178	$ 722,483	$ 162,630						
School Taxes					$ 59,028	$ 110,254	$ 111,380	$ 25,072						
Local Taxes					$ 323,868	$ 604,924	$ 611,102	$ 137,559						
Unreimbursed MDEQ Expenses		$ 1,983,187			$ 1,600,291	$ 885,113	$ 162,630	$ -						

				0	0	0	0	0	0	0	0	0	0	

Description of Eligible Activities	**Estimated Cost**
1. MDEQ and MEGA Work Plan Preparation	$ 5,000
2. State Work Plan Review Fee (MEGA review fee $1,000, MDEQ review fee $1,500)	$ 2,500
3. Baseline Environmental Site Assessment Activities	$ 87,600
4. Due Care and Additional Response Activities	$ 1,361,449
5. Site Preparation/removal of fill material and basements (engineering, design, and testing)	$ 763,888
6. MEGA related interest	$ 143,488
7. MDEQ related interest	$ 312,406
8. MEGA related contigency	$ 114,958
9. MDEQ related contingency	$ 217,732
Eligible Activities to be funded by TIF	**$ 3,009,021**
10. Authority Administrative Costs	$ 149,735
Total Estimated Cost to be Funded Through TIF	**$ 3,158,756**
Local Site Remediation Revolving Fund	**$ 3,412,202**

Tax Increment Financing (Estimated Reimbursements)	
Developer Reimbursement	$ 3,009,021
Authority Administrative Costs	$149,735
Local Site Remediation Revolving Fund	$3,412,202
TOTAL	$6,570,959

MEGA Principal:	**$ 767,388.00**			
Term:	5			
Interest Rate:	6.00%			
Payment	$ (182,175)			
Year	Principal Portion	Interest Portion	Principal Balance	
1	$ (136,132)	$ (46,043)	$ 631,256.00	
2	$ (144,300)	$ (37,875)	$ 486,956.00	
3	$ (152,958)	$ (29,217)	$ 333,998.00	
4	$ (162,135)	$ (20,040)	$ 171,863.00	
5	$ (171,863)	$ (10,312)	$ -	
Total Interest		$ (143,488)		

MDEQ Principal	**$ 1,670,781.00**			
Term:	$ 5			
Interest Rate:	6.00%			
Payment:	$ (396,637)			
Year	Principal Portion	Interest Portion	Principal Balance	
1	$ (296,391)	$ (100,247)	1,374,390	
2	$ (314,174)	$ (82,463)	1,060,216	
3	$ (333,024)	$ (63,613)	727,192	
4	$ (353,006)	$ (43,632)	374,186	
5	$ (374,186)	$ (22,451)	0	
Total Interest		$ (312,406)		

MEGA	34.09%
MDEQ	65.91%

Assumptions:
Increase in taxable value of 1%
Interest rate at 7.5%
NEZ for residential development for 12 years

AKTPEERLESS environmental services
607 Shelby, Suite 900
Detroit, MI 48226
Phone - 313-962-9353
Fax - 313-962-0966

@water Lofts
Amorization Schedule(s)

Eligibile Activities:	$ 12,536,538.00
Capitalized Gap Payments:	$ 3,600,000.00
Total:	$ 16,136,538.00

Convential Permanent Loan

Principal:	$ 16,136,538.00
Term:	30
Interest Rate:	7.00%
Payment:	($1,300,385.56)

Year	Principal Portion	Interest Portion	Principal Balance
1	($170,827.90)	($1,129,557.66)	$ 15,965,710.10
2	($182,785.86)	($1,117,599.71)	$ 15,782,924.24
3	($195,580.87)	($1,104,804.70)	$ 15,587,343.38
4	($209,271.53)	($1,091,114.04)	$ 15,378,071.85
5	($223,920.53)	($1,076,465.03)	$ 15,154,151.32
6	($239,594.97)	($1,060,790.59)	$ 14,914,556.35
7	($256,366.62)	($1,044,018.94)	$ 14,658,189.73
8	($274,312.28)	($1,026,073.28)	$ 14,383,877.45
9	($293,514.14)	($1,006,871.42)	$ 14,090,363.31
10	($314,060.13)	($986,325.43)	$ 13,776,303.17
11	($336,044.34)	($964,341.22)	$ 13,440,258.83
12	($359,567.44)	($940,818.12)	$ 13,080,691.39
13	($384,737.17)	($915,648.40)	$ 12,695,954.22
14	($411,668.77)	($888,716.80)	$ 12,284,285.46
15	($440,485.58)	($859,899.98)	$ 11,843,799.88
16	($471,319.57)	($829,065.99)	$ 11,372,480.31
17	($504,311.94)	($796,073.62)	$ 10,868,168.36
18	($539,613.78)	($760,771.79)	$ 10,328,554.59
19	($577,386.74)	($722,998.82)	$ 9,751,167.85
20	($617,803.81)	($682,581.75)	$ 9,133,364.03
21	($661,050.08)	($639,335.48)	$ 8,472,313.95
22	($707,323.59)	($593,061.98)	$ 7,764,990.37
23	($756,836.24)	($543,549.33)	$ 7,008,154.13
24	($809,814.77)	($490,570.79)	$ 6,198,339.36
25	($866,501.81)	($433,883.75)	$ 5,331,837.55
26	($927,156.93)	($373,228.63)	$ 4,404,680.62
27	($992,057.92)	($308,327.64)	$ 3,412,622.70
28	($1,061,501.97)	($238,883.59)	$ 2,351,120.72
29	($1,135,807.11)	($164,578.45)	$ 1,215,313.61
30	($1,215,313.61)	($85,071.95)	$ (0.00)
		($19,004,537.28)	

Zero Coupon:

Principal:	$ 12,536,538.00
Term:	20
Interest Rate:	8.00%
Payment:	($1,276,874.09)

Total Coupon: $ 25,537,481.73

Year	Principal Portion	Interest Portion	Principal Balance	Cumulative Payment from TIF
1	($273,951.05)	($1,002,923.04)	$ 12,262,586.95	$ 700,784.57
2	($295,867.13)	($981,006.96)	$ 11,966,719.82	$ 1,408,730.03
3	($319,536.50)	($957,337.59)	$ 11,647,183.32	$ 2,123,907.98
4	($345,099.42)	($931,774.67)	$ 11,302,083.90	$ 2,846,390.76
5	($372,707.37)	($904,166.71)	$ 10,929,376.53	$ 3,009,021.00
6	($402,523.96)	($874,350.12)	$ 10,526,852.56	$ -
7	($434,725.88)	($842,148.21)	$ 10,092,126.68	$ -
8	($469,503.95)	($807,370.13)	$ 9,622,622.73	$ -
9	($507,064.27)	($769,809.82)	$ 9,115,558.46	$ -
10	($547,629.41)	($729,244.68)	$ 8,567,929.06	#REF!
11	($591,439.76)	($685,434.32)	$ 7,976,489.29	#REF!
12	($638,754.94)	($638,119.14)	$ 7,337,734.35	#REF!
13	($689,855.34)	($587,018.75)	$ 6,647,879.01	#REF!
14	($745,043.77)	($531,830.32)	$ 5,902,835.25	#REF!
15	($804,647.27)	($472,226.82)	$ 5,098,187.98	#REF!
16	($869,019.05)	($407,855.04)	$ 4,229,168.93	#REF!
17	($938,540.57)	($338,333.51)	$ 3,290,628.36	
18	($1,013,623.82)	($263,250.27)	$ 2,277,004.54	
19	($1,094,713.72)	($182,160.36)	$ 1,182,290.82	
20	($1,182,290.82)	($94,583.27)	$ 0.00	
21	#NUM!	#NUM!	#NUM!	
22	#NUM!	#NUM!	#NUM!	
23	#NUM!	#NUM!	#NUM!	
24	#NUM!	#NUM!	#NUM!	
25	#NUM!	#NUM!	#NUM!	
26	#NUM!	#NUM!	#NUM!	
27	#NUM!	#NUM!	#NUM!	
28	#NUM!	#NUM!	#NUM!	
29	#NUM!	#NUM!	#NUM!	
30	#NUM!	#NUM!	#NUM!	
		($13,000,943.73)		

Principal:	$ 12,536,538.00
Term:	20
Interest Ra	7.00%
Payment:	($1,183,360.50)

Year	Principal Portion	Interest Portion	Principal Balance
1	($305,802.84)	($877,557.66)	$ 12,230,735.16
2	($327,209.04)	($856,151.46)	$ 11,903,526.12
3	($350,113.67)	($833,246.83)	$ 11,553,412.45
4	($374,621.63)	($808,738.87)	$ 11,178,790.82
5	($400,845.14)	($782,515.36)	$ 10,777,945.68
6	($428,904.30)	($754,456.20)	$ 10,349,041.37
7	($458,927.60)	($724,432.90)	$ 9,890,113.77
8	($491,052.54)	($692,307.96)	$ 9,399,061.23
9	($525,426.21)	($657,934.29)	$ 8,873,635.02
10	($562,206.05)	($621,154.45)	$ 8,311,428.97
11	($601,560.47)	($581,800.03)	$ 7,709,868.49
12	($643,669.71)	($539,690.79)	$ 7,066,198.79
13	($688,726.59)	($494,633.92)	$ 6,377,472.20
14	($736,937.45)	($446,423.05)	$ 5,640,534.76
15	($788,523.07)	($394,837.43)	$ 4,852,011.69
16	($843,719.68)	($339,640.82)	$ 4,008,292.01
17	($902,780.06)	($280,580.44)	$ 3,105,511.95
18	($965,974.66)	($217,385.84)	$ 2,139,537.28
19	($1,033,592.89)	($149,767.61)	$ 1,105,944.39
20	($1,105,944.39)	($77,416.11)	$ -
		($11,130,672.01)	

MEGA

Principal:	$ 1,670,781.00
Term:	5
Interest Ra	6.00%
Payment:	($396,637.40)

Year	Principal Portion	Interest Portion	Principal Balance
1	($296,390.54)	($100,246.86)	$ 1,374,390.46
2	($314,173.97)	($82,463.43)	$ 1,060,216.50
3	($333,024.41)	($63,612.99)	$ 727,192.09
4	($353,005.87)	($43,631.53)	$ 374,186.22
5	($374,186.22)	($22,451.17)	$ 0.00
		($312,405.98)	

MEGA

Principal:	$ 767,388.00
Term:	5
Interest Ra	6.00%
Payment:	($182,175.15)

Year	Principal Portion	Interest Portion	Principal Balance
1	($350,594.12)	($46,043.28)	$ 416,793.88
2	($314,173.97)	($82,463.43)	$ 102,619.92
3	($333,024.41)	($63,612.99)	$ (230,404.49)
4	($353,005.87)	($43,631.53)	$ (583,410.36)
5	($374,186.22)	($22,451.17)	$ (957,596.58)
		($258,202.40)	

EXHIBIT A

CITY OF DETROIT
BROWNFIELD REDEVELOPMENT AUTHORITY

BROWNFIELD PLAN FOR THE @WATER LOFTS SOUTH REDEVELOPMENT PROJECT

Prepared by:

@water Lofts, LLC
78 Watson, Suite 100
Detroit, Michigan 48201
Contact Person: Dwight E. Belyue
Phone: 313-833-3600

AKT Peerless Environmental Consultants
607 Shelby Street, Suite 550
Detroit, Michigan 48226-3283
Contact Person: Patrick Greve
Phone: 248-615-1333

Last Revision Date: 9/12/06

CITY OF DETROIT
BROWNFIELD REDEVELOPMENT AUTHORITY
BROWNFIELD PLAN

TABLE OF CONTENTS

I. INTRODUCTION

In order to promote the revitalization of environmentally distressed and blighted areas within the boundaries of the City of Detroit, Michigan (the "City"), the City has established the City of Detroit Brownfield Redevelopment Authority (the "Authority") pursuant to Michigan Public Act 381 of 1996, as amended ("Act 381").

The primary purpose of this Brownfield Plan ("Plan") is to promote the redevelopment of and private investment in certain "brownfield" properties within the City. Inclusion of property within this Plan will facilitate financing of environmental response and other eligible activities at eligible properties, and will also provide tax incentives to eligible taxpayers willing to invest in revitalization of eligible sites, commonly referred to as "brownfields." By facilitating redevelopment of brownfield properties, this Plan is intended to promote economic growth for the benefit of the residents of the City and all taxing units located within and benefited by the Authority.

The identification or designation of a developer or proposed use for the eligible property that is the subject of this Plan shall not be integral to the effectiveness or validity of this Plan. This Plan is intended to apply to the eligible property identified in this Plan and, if tax increment revenues are proposed to be captured from that eligible property, to identify and authorize the eligible activities to be funded by such tax increment revenues. Any change in the proposed developer or proposed use of the eligible property shall not necessitate an amendment to this Plan, affect the application of this Plan to the eligible property, or impair the rights available to the Authority under this Plan.

This Plan is intended to be a living document, which may be modified or amended in accordance with the requirements of Act 381, as necessary to achieve the purposes of Act 381. The applicable sections of Act 381 are noted throughout the Plan for reference purposes.

This Brownfield Plan contains information required by Section 13(1) of Act 381.

II. GENERAL PROVISIONS

A. Description of the Eligible Property (Section 13 (1)(h)) and the Project

The property comprising the eligible property consists of one parcel. 1470 E. Atwater Street is a facility. Currently no structures exist on the eligible property. Most recently, two buildings that were demolished in place were located on the eligible property. It is likely that foundations and subsurface construction debris from these buildings and other buildings historically located on the eligible property may still be present.

@water Lofts, LLC is the project developer ("Developer"). @water Lofts South ("the project") will be the first of a three-phased development and will be recognized as one of Detroit's premier neighborhoods, providing street-level retail space, and mid-rise

residential units. The site offers easy access to the state's first urban park. Residents will enjoy an ample garden court with unrestricted views of the Detroit River.

Attachment A includes a site map of the parcel. The property is located in Detroit's East Riverfront District, bounded by Atwater Street to the north, vacated Riopelle Street followed by 1500 E. Atwater Street to the east, the Detroit River to the south and 1420 E. Atwater Street to the west.

The eligible property will include all tangible personal property to be located on the real property. Parcel information is outlined below. Attachment B provides the individual legal description for the eligible property.

Address	Tax ID	Owner
1470 E. Atwater Street	Part of Ward 07 / Item 000005	City of Detroit Economic Development Corporation

The parcels and all tangible personal property located thereon will comprise the eligible property and is referred to herein as the "Property."

Attachment C provides a description of the project to be completed at the Property (the "Project") and Attachment D includes letters of support of the Project.

B. Basis of Eligibility (Section 13 (1)(h) and Section 2 (m))

The Property is considered "eligible property" as defined by Act 381, Section 2 because (a) the Property was previously utilized for a industrial purpose; (b) it is located within the City of Detroit, a qualified local governmental unit under Act 381; and (c) the Property is determined to be a facility as defined by Act 381.

Enviro Matrix, Inc. (EM) completed a Baseline Environmental Assessment (BEA) on June 30, 2005 for the City of Detroit at the eligible property. EM's investigation identified the eligible property as a "facility" as defined by Part 201 of NREPA, Michigan PA 451 of 1994, as amended.

The results of the BEA indicate that contaminated soil and groundwater have been identified at the eligible property. Specifically, trimethylbenzene at a maximum concentration of 1,900 µg/Kg was detected in soil samples collected at SB-6 at concentrations exceeding the generic residential cleanup criteria (GRCC) groundwater to surface water interface protection (GSI) Criterion of 570 µg/Kg. In addition, mercury at a maximum concentration of 6.2 µg/L was detected in groundwater samples collected at SB-6 at concentrations exceeding the GRCC GSI Criterion of 0.0013 µg/L and the GRCC drinking water protection (DWP) Criterion of 2.0 µg/L. Lead at a maximum concentration of 1,100 µg/L was also detected in groundwater samples collected at SB-6 at concentrations exceeding the DWP Criterion of 0.2 µg/L.

C. Summary of Eligible Activities and Description of Costs (Section 13 (1)(a),(b))

The "eligible activities" that are intended to be carried out at the Property are considered "eligible activities" as defined by Sec 2 of Act 381, because they include Baseline Environmental Assessment (BEA), due care, additional response activities, infrastructure improvements, site preparation, legal/entitlement/appraisal, and engineering, design and testing. A summary of the eligible activities and the estimated cost of each eligible activity intended to be paid for with Tax Increment Revenues from the Property are shown in the table below:

ESTIMATED COST OF ELIGIBLE ACTIVITIES

Description of Eligible Activities	**Estimated Cost**	
1. MEGA Work Plan Preparation	$	5,000
2. State Work Plan Review Fee	$	2,500
3. Baseline Environmental Site Assessment Activities	$	87,600
4. Due Care and Additional Response Activities	$	1,361,449
5. Site Preparation/removal of fill material	$	535,392
6. Legal/Entitlement/Appraisal	$	56,989
7. Engineering, Design, and Testing	$	170,967
8. Interest	$	602,176
9. Contingency	$	333,066
Subtotal Site Eligible Activities	**$**	**3,155,679**
10. Authority Administrative Costs	$	328,548
11. Local Site Remediation Revolving Fund	$	3,079,862
Total Estimated Cost to be Funded Through TIF	**$**	**6,564,088**

It is currently anticipated that construction will begin in the spring of 2007 and eligible activities will be completed within 2 years. Unless otherwise agreed to in writing by the Authority, all eligible activities will be completed within three (3) years after execution of the Reimbursement Agreement (as that term is defined below), however, any long-term monitoring or operation or maintenance activities or obligations that may be required will be performed in compliance with the terms of this Plan and any documents prepared pursuant to this Plan.

The Developer desires to be reimbursed for the costs of eligible activities. Tax increment revenue generated by the Property will be captured by the Authority and used to reimburse the cost of the eligible activities completed on the Property after approval of this Plan pursuant to the terms of a Reimbursement Agreement with the Authority (the "Reimbursement Agreement"). A Neighborhood Enterprise Zone is also being sought.

The costs listed in the table above are estimated costs and may increase or decrease depending on the nature and extent of environmental contamination and other unknown conditions encountered on the Property. The actual cost of those eligible activities encompassed by this Plan that will qualify for reimbursement from tax increment revenues of the Authority from the Property shall be governed by the terms of the

Reimbursement Agreement. No costs of eligible activities will be qualified for reimbursement except to the extent permitted in accordance with the terms and conditions of the Reimbursement Agreement. The Reimbursement Agreement and this Plan will dictate the total cost of eligible activities subject to payment, provided that the total cost of eligible activities subject to payment or reimbursement under the Reimbursement Agreement shall not exceed the estimated costs set forth above by more than 15% without requiring an amendment to this Plan. As long as the total costs, adjusted by the 15% factor, are not exceeded, line item costs of eligible activities may be adjusted after the date this Plan is approved by City Council, to the extent the adjustments do not violate the terms of the approved MDEQ or MEGA work plan.

D. Estimate of Captured Taxable Value and Tax Increment Revenues (Section 13(1)(c)); Impact of Tax Increment Financing on Taxing Jurisdictions (Section 13(1)(g))

This Plan anticipates the capture of tax increment revenues to reimburse the Developer for the costs of eligible activities under this Plan in accordance with the Reimbursement Agreement. A table of estimated tax increment revenues to be captured is attached to this Plan as Attachment E.

Tax increments are projected to be captured and applied to (i) reimbursement of eligible activity costs and payment of Authority administrative costs, and (ii) make deposits into the Authority's Local Site Remediation Revolving Fund, as follows:

	Reimbursements and Admin. Costs	**Revolving Fund**
School Operating Tax	$ 68,416	$57,297
State Education Tax	$ 215,149	$242,816
County (combined)	$ 1,170,056	$ 1,032,240
HCMA	$ 16,945	$ 16,064
City of Detroit	$ 1,395,568	$ 1,355,386
RESA	$ 322,146	$ 257,520
WCCC	$ 295,947	$ 71,718
Garbage (no reliable millage was available so it was not included as a part of the TIFF capture)		

In addition, the following taxes are projected to be generated but not to be captured during the life of the Plan:

City Debt	$ 1,640,772
School Debt	$ 1,019,381
School Judgment	$ 62,731
Total	$ 2,722,884

E. Plan of Financing (Section 13(1)(d)); ,Maximum Amount of Indebtedness (Section 13(1)(e))

The eligible activities are to be financed solely by the Developer. The Authority will reimburse the Developer for the cost of approved eligible activities plus interest, but only from tax increment revenues generated from the Property. No advances have been or shall be made by the City or the Authority for the costs of eligible activities under this Plan.

All reimbursements authorized under this Plan shall be governed by the Reimbursement Agreement. The inclusion of eligible activities plus interest and estimates of costs to be reimbursed in this Plan are intended to authorize the Authority to fund such reimbursements and does not obligate the Authority or the City to fund any reimbursement or to enter into the Reimbursement Agreement providing for the reimbursement of any costs for which tax increment revenues may be captured under this Plan, or which are permitted to be reimbursed under this Plan. The amount and source of any tax increment revenues that will be used for purposes authorized by this Plan, and the terms and conditions for such use and upon any reimbursement of the expenses permitted by the Plan, will be provided solely under the Reimbursement Agreement contemplated by this Plan.

The Authority shall not incur any note or bonded indebtedness to finance the purposes of this Plan. Reimbursements under the Reimbursement Agreement shall not exceed the cost of Eligible Activities permitted under this Plan and the Reimbursement Agreement.

F. Single Business Tax Credit

The Property is included in this Plan to enable "qualified taxpayers" as defined by Michigan Public Act 382 of 1996, as amended, Michigan Public Act 143 of 2000, as amended, or Michigan Public Act 726 of 2002, as amended (the "SBT Credit Acts") to avail themselves of eligibility for a credit against their Michigan single business tax liability for "eligible investments", as defined by Section 38g of Michigan Public Act 228 of 1975, as amended ("Act 228"), incurred on the Property after the adoption of this Plan. Total project investment is anticipated at approximately $119.5 million, with estimated eligible investment exceeding $97 million.

By approval of this Plan, the Authority and the City neither intend to make nor have made representations to a developer or any other person of the availability, amount or value of any credit under the SBT Credit Acts or that adoption of this Plan will qualify or entitle a developer or any other person to apply for or receive pre-approval or approval of any credit under the SBT Credit Acts for the Property. The Authority and the City also assume no obligation to take any action or to modify or amend this Plan to facilitate or to allow any person to receive pre-approval or approval of any credit under the SBT Credit Acts for the Property.

G. Duration of Plan (Section 13(1)(e))

Unless otherwise agreed to in writing by the Authority, in no event shall the duration of this Plan extend beyond:

a. One hundred and eighty (180) days after the date this Plan is approved by City Council unless the Developer receives a related work plan and small business tax pre-approval letter from the Michigan Economic Growth Authority on or before such date;

b. One hundred and eighty (180) days after the date this Plan is approved by City Council unless the Developer and the Authority have finalized and executed the Reimbursement Agreement on or before such date; or

c. Three years after the date the Developer and the Authority have finalized and executed the Reimbursement Agreement.

In no event, however, shall this Plan extend beyond the maximum term allowed by Section 13(1)(f) of Act 381 for the duration of this Plan.

H. Effective Date of Inclusion in Brownfield Plan

The Property will become a part of this Plan on the date this Plan is approved by the City Council.

I. Displacement/Relocation of Individuals on Eligible Property (Section 13(1)(i-l))

There are no persons or businesses residing on the eligible property and no occupied residences will be acquired or cleared, therefore there will be no displacement or relocation of persons or businesses under this Plan.

J. Local Site Remediation Revolving Fund ("LSRRF") (Section 8; Section 13(1)(m))

The Authority has established a Local Site Remediation Revolving Fund (LSRRF). The LSRRF will consist of all tax increment revenues authorized to be captured and deposited in the LSRRF, as specified in Section 13(5) of Act 381, under this Plan and any other plan of the Authority. It may also include funds appropriated or otherwise made available from public or private sources.

The amount of tax increment revenue authorized for capture and deposit in the LSRRF is estimated at $1,100,129.00.

K. Owners Obligations, Representations and Warrants

The Owner and its affiliates shall comply with all applicable laws, ordinances, executive orders, or other regulations imposed by the City or any other properly constituted

governmental authority with respect to the Property and shall use the Property in accordance with this Plan.

The Developer represents and warrants that a Phase I Environmental Site Assessment ("ESA"), and if appropriate, a Phase II ESA, baseline environmental assessment, and due care plan, pursuant to Part 201 of Michigan's Natural Resources and Environmental Protection Act (MCL 324.20101 *et seq.*), has (have) been performed on the Property. A copy of the results of the Phase I ESA, and if appropriate, the Phase II ESA, baseline environmental assessment, and due care plan will be placed on file with the Detroit Brownfield Redevelopment Authority.

III. ATTACHMENTS

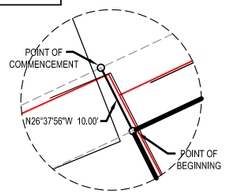
ATTACHMENT A

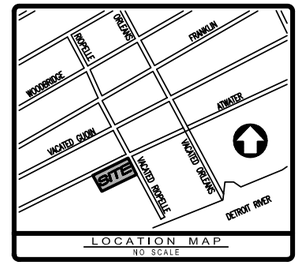
Site Map

GRAPHIC SCALE

40 0 20 40 80 160

(IN FEET)
1 inch = 40 ft.





LOCATION MAP
NO SCALE

LEGEND

BM 7	BENCHMARK
	TRAVERSE POINT
	SANITARY MANHOLE
	STORM MANHOLE
	SQUARE CATCH BASIN
	ROUND CATCH BASIN
	BEEHIVE CATCH BASIN
	CLEAN OUT
	UNKNOWN MANHOLE
	HYDRANT
	GATE VALVE AND WELL
	VALVE BOX
	WATER METER
E	DETROIT EDISON MANHOLE
	ELETRIC PEDESTAL
	ELECTRIC HANDHOLE
P	PUBLIC LIGHTING DEPARTMENT
T	TELEPHONE MANHOLE
	TELEPHONE PEDESTAL
	GAS VALVE
	UTILITY POLE
	GUY ANCHOR
	LIGHT POLE
	BOLLARD
	PARKING METER
	SIGN
	DECIDUOUS TREE
	CONIFEROUS TREE
X	CHAINLINK FENCE
	SPLIT RAIL FENCE
	WALL (STONE OR BLOCK)
OH	OVERHEAD UTILITIES
	EXISTING SEWER LINES
	EXISTING WATERMAIN
	EXISTING GAS LINES
	EXISTING ELECTRIC LINES
	EXISTING PUBLIC LIGHTING DEPTARTMENT
	EXISTING TELEPHONE

REFERENCES

1. Cartographic Map #38, prepared by City of Detroit Survey Bureau, dated May 1, 1966

2. Street and Alley Map #8-156, prepared by City of Detroit Survey Bureau, dated January 6, 1953 (J. C. C. Pg. 28)

3. Street and Alley Map #9-23, prepared by City of Detroit Survey Bureau, dated July 28, 1959 (J. C. C. Pg. 1521)

4. Street and Alley Map #10-205, prepared by City of Detroit Survey Bureau, dated January 25, 1978 (J. C. C. Pg. 167)

5. Plat of "MAP OF THE EASTER ADDITION TO THE CITY OF DETROIT AS SUBDIVIDED INTO LOTS BY A. E. HATHON CITY ENGINEER-1836" recorded June 11,1836, Liber 14, Page 445 (Wayne County Records)

6. Plat of "A TOWN PLAT OF THE FARM OF ANTOINE DEQUINDRE ASSIGNED BY DEED OF TRUST TO PETER DESNOYER DRAWN UP BY ASON E. HATHON AT THE REQUEST OF THE PARTIES INTERESTED FOR THE PURPOSE 0F BEING RECORDED FEBRUARY 4, 1840 A. E. HATHON," Liber 10, Page 715-717 (Wayne County Records)

7. Plat of "PLAT OF THE SUBDIVISION OF THE DOMINQUE RIOPELLE FARM BEING THE FRONT OF PRIV. CLAIM 13" recorded October 14, 1845, Liber 25, Page 405 (Wayne County Records)

8. Plat of "PLAT OF THE SUBDIVISION OF THE DOMINQUE RIOPELLE FARM BEING THE FRONT OF PRIVATE CLAIM NO. 13-APR. 26, 1844 BY A. E. HATHON-CITY SURVEYOR" Liber 25, Page 405-407 (Wayne County Records)

~PRELIMINARY~

VERTICAL DATUM

TOPOGRAPHIC INFORMATION PROVIDED ON THIS DRAWING IS BASED ON CITY OF DETROIT DATUM.

BENCHMARK LIST

BM 1 ARROW ON HYDRANT AT NORTHWEST CORNER OF ORLEANS STREET AND JEFFERSON AVE. ELEVATION = 119.37 (OFFSITE)

BM 2 ARROW ON HYDRANT AT NORTHEAST CORNER OF WOODBRIDGE STREET AND ORLEANS STREET. ELEVATION = 112.12

BM 3 ARROW ON HYDRANT AT SOUTHEAST CORNER OF FRANKLIN STREET AND ORLEANS STREET. ELEVATION = 105.47

BM 4 ARROW ON HYDRANT AT NORTHEAST CORNER OF RIOPELLE STREET AND ATWATER STREET. ELEVATION = 102.09

LEGAL DESCRIPTIONS

BLOCK F:

Land In the City of Detroit, County of Wayne, State of Michigan, being:

Part of Lots 2-6 inclusive, of **"PLAT OF THE GUOIN FARM"**, as subdivided, A.E. Hathon 1834, Recorded in Liber 11 of Deeds, Page 596, And part of Lots 1-3 Inclusive, of **"PLAT OF THE SUBDIVISION OF THE DOMINIQUE RIOPELLE FARM"**, being the front of Private Claim No. 13. Apr. 26. 1844 by A.E. Hathon, City Surveyor. Recorded In Liber 15 of Deeds, Page 394 and 395, and Replated in Liber 25 of deeds, Pages 405 & 406, 407, (Wayne County records), Described as:

Commencing at the northwesterly corner Lot 2, of said **"PLAT OF THE GUOIN FARM"**, also being the southeasterly right-of-way of Atwater Street (50 feet wide), thence S26°37'56"E 10.00 feet to the POINT OF BEGINNING,

Thence N64°47'10"E along a line being 10.00 feet parallel and measured perpendicular to the southeasterly right-of-way of said Atwater Street 422.45 feet;

Thence N64°49'00"E 39.08 feet;

Thence N64°47'57"E 11.00 feet;

Thence S26°42'05"E along a line being 11.00 feet parallel and measured perpendicular to the southwesterly line of Lot 4, of said **"PLAT OF THE SUBDIVISION OF THE DOMINIQUE RIOPELLE FARM"**, 270.55 feet;

Thence S64°47'33"W 472.86 feet to the southwesterly line of Lot 2, of said **"PLAT OF THE GUOIN FARM"**;

Thence N26°37'56"W along the southwesterly line of Lot 2, of said **"PLAT OF THE GUOIN FARM"**, 270.52 feet to the POINT OF BEGINNING.

Containing 2.935 Acres, (127,845,411 sq. ft.) more or less.

Subject to any and all rights-of-way of record or otherwise.

FLOOD NOTE

EXAMINATION OF THE FLOOD INSURANCE RATE MAP (COMMUNITY-PANEL NUMBER 260222 0035 B, DATED JULY 2, 1981) IN ACCORDANCE WITH THE NATIONAL FLOOD INSURANCE PROGRAM OF 1968 INDICATES SUBJECT PROPERTY LIES WITHIN ZONE "C", (AREA OF MINIMAL FLOODING)

SITE FACILITIES

UTILITY COMPANY		SENT	RECEIVED	PLAN No.	PLAN DATE
DTE ENERGY (MICHCON-GAS)		07/12	07/28	----	----
DEPARTMENT OF PUBLIC WORKS	WATER	07/12	07/21	----	----
	SEWER	07/12	07/21	----	----
DETROIT EDISON		07/12	07/20	----	----
SBC		07/12	N/A	----	----
PUBLIC LIGHTING DEPARTMENT		07/12	07/21	----	----
COMCAST CABLE COMMUNICATIONS		07/12	N/A	----	----

N/A = HAVE NOT RECEIVED UTILITIES TO DATE

UTILITY INFORMATION, AS SHOWN, INDICATES APPROXIMATE LOCATIONS AND TYPES OF FACILITIES ONLY, AS DISCLOSED TO THIS FIRM BY THE VARIOUS UTILITY COMPANY'S RECORDS. NO GUARANTEE IS GIVEN OR IMPLIED AS TO THE COMPLETENESS OR ACCURACY THEREOF. PRIOR TO CONSTRUCTION, ALL LOCATION AND DEPTHS OF EXISTING OVERHEAD AND UNDERGROUND UTILITIES (IN CONFLICT WITH THE CONSTRUCTION OF PROPOSED IMPROVEMENTS) SHALL BE VERIFIED IN THE FIELD, DURING CONSTRUCTION, CONTRACTOR SHALL USE EXTREME CAUTION WHEN OPERATING NEAR OVERHEAD AND/OR BURIED UTILITIES.

CALL MISS DIG, 1-800-482-7171

SURVEYOR'S CERTIFICATION

I, STEPHEN R. JACOBI, HEREBY CERTIFY TO:

TO BE FURNISHED BY MADISON, MADISON INTERNATIONAL

THAT THIS MAP AND THE SURVEY ON WHICH IT IS BASED WERE MADE (I) IN ACCORDANCE WITH "MINIMUM STANDARD DETAIL REQUIREMENTS FOR ALTA/ACSM LAND TITLE SURVEYS", JOINTLY ESTABLISHED AND ADOPTED BY ALTA, ACSM AND NSPS IN 1999, AND INCLUDES ITEMS 1, 2, 3, 4, 7A, 10 AND 11B OF TABLE A THEREOF. PURSUANT TO THE ACCURACY STANDARDS AS ADOPTED BY ALTA, NSPS, AND ACSM AND IN EFFECT ON THE DATE OF THIS CERTIFICATION THATPROPER FIELD PROCEDURES, INSTRUMENTATION, AND ADEQUATE SURVEY PERSONNEL WERE EMPLOYED IN ORDER TO ACHIEVE RESULTS COMPARABLE TO THOSE OUTLINED IN THE "MINIMUM ANGLE, DISTANCE, AND CLOSURE REQUIREMENTS FOR SURVEY MEASUREMENTS WHICH CONTROL LAND BOUNDARIES FOR ALTA/ACSM LAND TITLE SURVEYS,"

METCO

DATE:_____ BY:_____
STEPHEN R. JACOBI, PROFESSIONAL SURVEYOR
PROFESSIONAL SURVEYOR #43057

DATE	REVISED	DATE	BY
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EAST RIVERFRONT DEVELOPMENT BLOCK F

A.L.T.A./A.C.S.M. SURVEY

CLIENT: ECONOMIC DEVELOPMENT CORPORATION OF THE CITY OF DETROIT

JOB NUMBER 05-104

SHEET NUMBER 1 OF 2

ATTACHMENT B

Legal Descriptions of Eligible Property to which the Plan Applies

Legal Description
For the Eligible Property

Land in the City of Detroit, County of Wayne, State of Michigan, being:

Part of Lots 2-6 inclusive, **of "PLAT OF THE GUOIN FARM**", as subdivided, A.E. Hathon 1834. Recorded in Liber 11 of Deeds, Page 596. And part of Lots 1-3 inclusive, of "**PLAT OF THE SUBDIVISION OF THE DOMINIQUE RIOPELLE FARM**", being the front of Private Claim No. 13 Apr. 26, 1844 by A.E. Hathon, City Surveyor. Recorded in Liber 15 of Deeds, Page 394 and 395, and Replated in Liber 25 of deeds, Pages 405 & 406, 407. (Wayne County records). Described as:

Commencing at the northwesterly corner Lot 2 of said "**PLAT OF THE GUOIN FARM**", also being the southeastly right-of-way of Atwater Street (50 feet wide), thence S26°37'56" E 10.00 feet to the POINT OF BEGINNING.

Thence N64°47'10"E along a line being 10.00 feet parallel and measured perpendicular to the southeasterly right-of-way of said Atwater Street 422.45 feet;

Thence N64°49'00"E 39.08 feet;

Thence N64°47'57"E 11.00 feet;

Thence S26°42'05"E along a line being 11.00 feet parallel and measured perpendicular to the southwesterly line of Lot 4, of said "**PLAT OF THE SUBDIVISION OF THE DOMINIQUE RIOPELLE FARM**", 270.55 feet;

Thence N64°47'33"W 472.86 feet to the southwesterly line of Lot 2, of said "**PLAT OF GUION FARM**";

Thence N26°37'56"W along the southwesterly line of Lot 2, of said "**PLAT OF GUOIN FARM**", 270.52 feet to the POINT OF BEGINNING;

Containing 2.935 Acres, (127,845.411 sq. ft.) more or less.

Subject to any and all rights-of-way of record or otherwise.

ATTACHMENT C

Project Description

ATTACHMENT D

Supportive Letters

MICHIGAN ECONOMIC DEVELOPMENT CORPORATION

300 N. WASHINGTON SQ.
LANSING, MI 48913

CUSTOMER
CONTACT CENTER
517 373 9808

WWW.MICHIGAN.ORG

September 12, 2006

Dwight E. Belyue, Member
@ Water Lofts LLC
78 Watson, Suite 100
Detroit, Michigan 48201

Dear Mr. Belyue:

RE: @ Water Lofts LLC, **Brownfield SBT Application and Work Plan**

On September 8, 2006, the Michigan Economic Development Corporation received Part I of the Brownfield Redevelopment Single Business Tax (SBT) Credit Application (Application) for the above-referenced project. Part I requests a $9,708,960 Brownfield SBT Credit based on eligible investment in the amount of $97,089,603 and Local and School Tax capture in the amount of $1,554,729 for eligible activities at a brownfield site.

Based on the information contained in Part I, the proposed project appears to warrant further review and evaluation. You are invited to submit a complete application, including an updated Part I, Part II, and all required documents, not to exceed a $9,708,960 credit and a Work Plan not to exceed $1,554,729. This application must be received by **October 20, 2006** to assure that funding will be available, should it be approved.

Part II of the application is attached. An original and two (2) copies of the completed application should be forwarded directly to the:

Michigan Economic Development Corporation
Michigan Economic Growth Authority, Brownfield Program
300 North Washington Square, 3rd Floor
Lansing Michigan 48913

An application fee of $5,000 shall be submitted with the application prior to consideration of an award by the MEGA. A check payable to the **Michigan Strategic Fund** must accompany Part II of the application if the application is to be considered administratively complete. An Administrative Fee of ½ of 1 percent of the amount of the pre-approval credit amount, up to $100,000, also applies. One half of the administrative fee must be paid when the pre-approval letter is issued. The balance is due one year after the date of the pre-approval letter.

This letter is not to be construed as a commitment on the part of the State to approve an application. It is intended only to invite submittal of a formal application. You are cautioned not to make any commitments based on this letter.

If you have questions or would like assistance in preparing the attachment(s), please contact Jim Paquet at (517) 335-3441.

Sincerely,

Peter C. Anastor, Manager
Brownfield Redevelopment

cc: Jim Paquet, MSHDA
Mariangela Pledl, DEGC
Corey Leon, AKT Peerless

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DR. IRVIN D. REID
Wayne State University
DENNIS R. TOFFOLO
Oakland County
PETER S. WALTERS
Guardian Industries Corp.

JENNIFER M. GRANHOLM
GOVERNOR

STATE OF MICHIGAN
DEPARTMENT OF NATURAL RESOURCES
LANSING

REBECCA A. HUMPHRIES
DIRECTOR

August 4, 2006

Mr. Athanasios Papapanos, Authorized Agent
Detroit Brownfield Redevelopment Authority
Guardian Building, 22nd Floor
Detroit, Michigan 48226

SUBJECT: Department of Natural Resources support for the @water Lofts South Development

Dear Mr. Papapanos:

The Parks and Recreation Division of the Department of Natural Resources (DNR) supports the @Water Lofts project being developed by @Water Lofts, LLC in cooperation with the Detroit Wayne County Port Authority. This project will be built with an investment of over $42 million in tax incremented revenues, and millions of dollars in development. This project is part of the revitalization of a region of Detroit that was formerly dominated by industrial use. The @Water Lofts project will encourage new residents to move into downtown Detroit, and new businesses to thrive along the Detroit riverfront.

The @Water Lofts' five-story townhome and retail development will overlook a portion of the Tri-Centennial State Park and Harbor (state park). The mixed use development will be enhanced by the state park with direct access to park amenities, riverfront green space, views of the Detroit River, and a state harbor. Residents, retail users, and other visitors to the state park and harbor will be able to use, enjoy and learn about features now being designed, including a stormwater treatment demonstration wetland, fishing piers, visitor's center, and other major features.

The @Water Lofts will be located adjacent to the Detroit RiverWalk, a five-mile linear walkway and non-motorized transportation route. The RiverWalk, and another trail, the Dequindre Cut, will be constructed over the next several years. These trails will connect neighborhoods with parks and other destinations within the heart of the city of Detroit.

Sincerely,

Vicki Anthes
Planning Section Chief
Parks and Recreation Division
517-335-7890

NATURAL RESOURCES COMMISSION
Keith J. Charters, Chair • Mary Brown • Darnell Earley • Bob Garner • Gerald Hall • John Madigan • Frank Wheatlake

DETROIT RIVERFRONT CONSERVANCY

August 8, 2006

Mr. Athanasios Papapanos
Detroit Brownfield Redevelopment Authority
500 Griswold Street
Guardian Building, Suite 2200
Detroit, MI 48226

Dear Mr. Papapanos:

The @Water Lofts LLC has asked the Detroit RiverFront Conservancy (Conservancy) to provide comment on the proposed @Water Loft development project located along Atwater between Rivard and Riopelle.

The Conservancy is responsible for the development, maintenance, operations and programming of the RiverWalk which is currently under construction along the east riverfront. Additionally, the Conservancy is in collaboration with the Michigan Department of Natural Resources in the development of the Tri-Centennial State Park and Harbor which is immediately adjacent to one of the phases of the proposed @Water development.

The purpose for the development of the RiverWalk is to provide opportunities for accessibility and connectivity for all people to the riverfront. Linked to these principles are the rejuvenation and development of the Detroit International Riverfront, creating expanded socio-economic opportunities and benefits for the City of Detroit, the southeast Michigan region and the state of Michigan.

The proposed development by @Water Lofts LLC is supported by the Detroit RiverFront Conservancy as consistent with the vision, mission and planning for the east riverfront area.

We are pleased to respond to any inquiries you may have.

Sincerely,

Faye Alexander Nelson
President and CEO

cc: L. McLaughlin
L. Marszalek
G. Jackson

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Faye Alexander Nelson
President & CEO

200 Renaissance Center | Mail Code: 482-B13-004 | Detroit, Michigan 48265-2000
tel 313.567.4333 | fax 313.568.5706 | www.detroitriverfront.org

ATTACHMENT E

TIF Tables

WATER LOFTS SOUTH
RESIDENTIAL AND 50% OF COMMERCIAL

			2008	2009	2010	2011	2012	2013	2014	2015	2016	2017	2018	Totals
Current Taxable Value			$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	$ 1,279,663	
Weighted Current Taxable Value (Residential)			$ 0.9857											
Weighted Current Taxable Value (Commercial)			$ 0.0143											
Residential True Market Value (increases by 1% per year)					$ 125,341,711	$ 126,595,128	$ 127,861,079	$ 129,139,690	$ 130,431,087	$ 131,735,398	$ 133,052,752	$ 134,383,279	$ 135,727,112	
Residential Taxable Value (Discounted 5%)					$ 59,537,313	$ 60,132,686	$ 60,734,013	$ 61,341,353	$ 61,954,766	$ 62,574,314	$ 63,200,057	$ 63,832,058	$ 64,470,378	
Residential Tax Increment Value					$ 58,275,981	$ 58,871,354	$ 59,472,681	$ 60,080,021	$ 60,693,434	$ 61,312,982	$ 61,938,725	$ 62,570,726	$ 63,209,046	
Commercial True Market Value (increases by 1% per year)					$ 1,795,500	$ 1,813,455	$ 1,831,590	$ 1,849,905	$ 1,868,404	$ 1,887,089	$ 1,905,959	$ 1,925,019	$ 1,944,269	
Commercial Taxable Value (Discounted 15%)					$ 763,088	$ 770,718	$ 778,426	$ 786,210	$ 794,072	$ 802,013	$ 810,033	$ 818,133	$ 826,314	
Commercial Tax Increment Value					$ 744,757	$ 752,387	$ 760,095	$ 767,879	$ 775,741	$ 783,682	$ 791,702	$ 799,802	$ 807,983	
Residential														
School Taxes - Millage		**NEZ**												
State Educ Tax	6.0000	**1.5471**	$ -	$ -	$ 90,160	$ 91,081	$ 92,012	$ 92,951	$ 93,900	$ 94,859	$ 95,827	$ 96,805	$ 97,792	**$ 845,388**
														$ -
Local Taxes - Millage														$ -
Community College	2.4862	**0.6411**	$ -	$ -	$ 37,359	$ 37,741	$ 38,127	$ 38,516	$ 38,909	$ 39,306	$ 39,708	$ 40,113	$ 40,522	**$ 350,301**
City General	19.9620	**5.1473**	$ -	$ -	$ 299,963	$ 303,028	$ 306,123	$ 309,249	$ 312,407	$ 315,596	$ 318,816	$ 322,070	$ 325,355	**$ 2,812,606**
Wayne County	6.6380	**1.7116**	$ -	$ -	$ 99,747	$ 100,766	$ 101,796	$ 102,835	$ 103,885	$ 104,946	$ 106,017	$ 107,098	$ 108,191	**$ 935,281**
Library	3.6331	**0.9368**	$ -	$ -	$ 54,594	$ 55,151	$ 55,715	$ 56,284	$ 56,858	$ 57,439	$ 58,025	$ 58,617	$ 59,215	**$ 511,897**
Jail	0.9381	**0.2419**	$ -	$ -	$ 14,097	$ 14,241	$ 14,386	$ 14,533	$ 14,681	$ 14,831	$ 14,983	$ 15,135	$ 15,290	**$ 132,176**
Wayne County Parks	0.2459	**0.0634**	$ -	$ -	$ 3,695	$ 3,733	$ 3,771	$ 3,809	$ 3,848	$ 3,888	$ 3,927	$ 3,967	$ 4,008	**$ 34,647**
HCMA	0.2161	**0.0557**	$ -	$ -	$ 3,247	$ 3,280	$ 3,314	$ 3,348	$ 3,382	$ 3,417	$ 3,451	$ 3,487	$ 3,522	**$ 30,448**
RESA	3.4643	**0.8933**	$ -	$ -	$ 52,057	$ 52,589	$ 53,126	$ 53,669	$ 54,217	$ 54,770	$ 55,329	$ 55,893	$ 56,464	**$ 488,113**
														$ -
Taxes Generated but Not Captured by DBRA														$ -
School Debt	13.0000	**3.3521**	$ -	$ -	$ 195,347	$ 197,343	$ 199,359	$ 201,395	$ 203,451	$ 205,528	$ 207,625	$ 209,744	$ 211,883	**$ 1,831,674**
Bond Debt	7.9245	**2.0434**	$ -	$ -	$ 119,079	$ 120,296	$ 121,524	$ 122,765	$ 124,019	$ 125,285	$ 126,564	$ 127,855	$ 129,159	**$ 1,116,546**
School Judgment	0.8000	**0.2063**	$ -	$ -	$ 12,021	$ 12,144	$ 12,268	$ 12,394	$ 12,520	$ 12,648	$ 12,777	$ 12,907	$ 13,039	**$ 112,718**
	65.3082	16.84												$ -
Commercial														$ -
School Taxes - Millage														$ -
School Operating	18.0000		$ -	$ -	$ 13,406	$ 13,543	$ 13,682	$ 13,822	$ 13,963	$ 14,106	$ 14,251	$ 14,396	$ 14,544	**$ 125,712**
State Educ Tax	6.0000		$ -	$ -	$ 4,469	$ 4,514	$ 4,561	$ 4,607	$ 4,654	$ 4,702	$ 4,750	$ 4,799	$ 4,848	**$ 41,904**
														$ -
Local Taxes - Millage														$ -
Community College	2.4862		$ -	$ -	$ 1,852	$ 1,871	$ 1,890	$ 1,909	$ 1,929	$ 1,948	$ 1,968	$ 1,988	$ 2,009	**$ 17,364**
City General	19.9620		$ -	$ -	$ 14,867	$ 15,019	$ 15,173	$ 15,328	$ 15,485	$ 15,644	$ 15,804	$ 15,966	$ 16,129	**$ 139,415**
Wayne County	6.6380		$ -	$ -	$ 4,944	$ 4,994	$ 5,046	$ 5,097	$ 5,149	$ 5,202	$ 5,255	$ 5,309	$ 5,363	**$ 46,360**
Library	3.6331		$ -	$ -	$ 2,706	$ 2,733	$ 2,761	$ 2,790	$ 2,818	$ 2,847	$ 2,876	$ 2,906	$ 2,935	**$ 25,374**
Jail	0.9381		$ -	$ -	$ 699	$ 706	$ 713	$ 720	$ 728	$ 735	$ 743	$ 750	$ 758	**$ 6,552**
Wayne County Parks	0.2459		$ -	$ -	$ 183	$ 185	$ 187	$ 189	$ 191	$ 193	$ 195	$ 197	$ 199	**$ 1,717**
HCMA	0.2161		$ -	$ -	$ 161	$ 163	$ 164	$ 166	$ 168	$ 169	$ 171	$ 173	$ 175	**$ 1,509**
RESA	3.4643		$ -	$ -	$ 2,580	$ 2,606	$ 2,633	$ 2,660	$ 2,687	$ 2,715	$ 2,743	$ 2,771	$ 2,799	**$ 24,195**
														$ -
Taxes Generated but Not Captured by DBRA														$ -
School Debt	13.0000		$ -	$ -	$ 9,682	$ 9,781	$ 9,881	$ 9,982	$ 10,085	$ 10,188	$ 10,292	$ 10,397	$ 10,504	**$ 90,792**
Bond Debt	7.9245		$ -	$ -	$ 5,902	$ 5,962	$ 6,023	$ 6,085	$ 6,147	$ 6,210	$ 6,274	$ 6,338	$ 6,403	**$ 55,345**
School Judgment	0.8000		$ -	$ -	$ 596	$ 602	$ 608	$ 614	$ 621	$ 627	$ 633	$ 640	$ 646	**$ 5,587**
Total Yearly Incremental Taxes Captured			$ -	$ -	$ 700,785	$ 707,945	$ 715,178	$ 722,483	$ 729,861	$ 737,312	$ 744,838	$ 752,440	$ 760,117	**$ 6,570,959**
														$ -
DBRA Annual Fee (5% up to $75,000)			$ -	$ -	$ 35,039	$ 35,397	$ 35,759	$ 36,124	$ 36,493	$ 36,866	$ 37,242	$ 37,622	$ 38,006	**$ 328,548**
Yearly Taxes Captured for Reimbursement			$ -	$ -	$ 665,745	$ 672,548	$ 679,419	$ 686,359	$ 693,368	$ 700,447	$ 707,597	$ 714,818	$ 722,111	**$ 6,242,411**
Cumulative Taxes Captured for Reimbursement			$ -	$ -	$ 665,745	$ 1,338,294	$ 2,017,713	$ 2,704,071	$ 3,155,679					**$ 3,155,679**
Captured Taxes for Revolving Fund			$ -	$ -	$ -	$ -	$ -	$ -	$ 234,890	$ 700,447	$ 707,597	$ 714,818	$ 722,110	**$ 3,079,862**
														$ 6,235,541
Cumulative Taxes Captured for Revolving Fund			$ -	$ -	$ -	$ -	$ -	$ -	$ 234,890	$ 935,337	$ 1,642,934	$ 2,357,752	$ 3,079,862	

Reimbursed MEGA Expenses					$ 665,745	$ 672,548	$ 150,979							
School Taxes					$ 108,034	$ 109,139	$ 24,500							
Local Taxes					$ 557,711	$ 563,409	$ 126,478							
Unreimbursed MEGA Expenses			$ 1,489,272	$ 823,527	$ 150,979	$ -								
Reimbursed MDEQ Expenses						$ 521,570	$ 686,359	$ 458,478						
School Taxes						$ 84,639	$ 111,380	$ 74,401						
Local Taxes						$ 436,931	$ 574,978	$ 384,077						
Unreimbursed MDEQ Expenses			$ 1,666,406			$ 1,144,836	$ 458,478	$ -						

Description of Eligible Activities	**Estimated Cost**
1. MDEQ and MEGA Work Plan Preparation	$ 5,000
2. State Work Plan Review Fee	$ 2,500
3. Baseline Environmental Site Assessment Activities	$ 87,600
4. Due Care and Additional Response Activities	$ 1,361,449
5. Site Preparation/removal of fill material and basements	$ 535,932
5. Legal/Entitlement/Appraisal	$ 56,989
6. Engineering, Design, and Testing	$ 170,967
7. Interest	$ 602,176
8. Contingency	$ 333,066
Eligible Activities to be funded by TIF	**$ 3,155,679**
9. Authority Administrative Costs	$ 328,548
Total Estimated Cost to be Funded Through TIF	**$ 3,484,227**
Local Site Remediation Revolving Fund	**$ 3,079,862**

Tax Increment Financing (Estimated Reimbursements)	
Developer Reimbursement	$ 3,155,679
Authority Administrative Costs	$328,548
Local Site Remediation Revolving Fund	$3,079,862
TOTAL	$6,564,088

	Reimbursements and Admin. Costs	**Revolving Fund**
School Operating Tax	$68,416	$57,297
State Education Tax	$215,149	$242,816
County (combined)	$1,185,708	$946,403
HCMA	$16,945	$15,012
City of Detroit	$1,395,568	$1,556,454
RESA	$322,146	$190,162
WCCC	$295,947	$71,718
Garbage (no reliable millage was available so it was not included)		
City Debt	$1,640,772	
School Debt	$1,019,381	
School Judgment	$62,731	
Total	$2,722,884	

Principal:	$ 2,553,502.50			
Term:	$ 5			
Interest Rate:	7.50%			
Payment:	$ (631,136)			
Year	Principal Portion	Interest Portion	Principal Balance	
1	$ (439,623)	$ (191,513)	2,113,879	
2	$ (472,595)	$ (158,541)	1,641,285	
3	$ (508,039)	$ (123,096)	1,133,245	
4	$ (546,142)	$ (84,993)	587,103	
5	$ (587,103)	$ (44,033)	0	
Total Interest		$ (602,176)	0	

MEGA	47.19%
MDEQ	52.81%

Assumptions:
Increase in taxable value of 1%
Interest rate at 7.5%
NEZ for residential development for 12 years

AKTPEERLESS
environmental services

607 Shelby, Suite 900
Detroit, MI 48226
Phone - 313-962-9353
Fax - 313-962-0966

@water Lofts
Amorization Schedule(s)
Eligibile Activities: $ 12,536,538.00
Capitalized Gap Payments: $ 3,600,000.00
Total: $ 16,136,538.00

Convential Permanent Loan
Principal: $ 16,136,538.00
Term: 30
Interest Rate: 7.00%
Payment: ($1,300,385.56)

Year	Principal Portion	Interest Portion	Principal Balance
1	($170,827.90)	($1,129,557.66)	$ 15,965,710.10
2	($182,785.86)	($1,117,599.71)	$ 15,782,924.24
3	($195,580.87)	($1,104,804.70)	$ 15,587,343.38
4	($209,271.53)	($1,091,114.04)	$ 15,378,071.85
5	($223,920.53)	($1,076,465.03)	$ 15,154,151.32
6	($239,594.97)	($1,060,790.59)	$ 14,914,556.35
7	($256,366.62)	($1,044,018.94)	$ 14,658,189.73
8	($274,312.28)	($1,026,073.28)	$ 14,383,877.45
9	($293,514.14)	($1,006,871.42)	$ 14,090,363.31
10	($314,060.13)	($986,325.43)	$ 13,776,303.17
11	($336,044.34)	($964,341.22)	$ 13,440,258.83
12	($359,567.44)	($940,818.12)	$ 13,080,691.39
13	($384,737.17)	($915,648.40)	$ 12,695,954.22
14	($411,668.77)	($888,716.80)	$ 12,284,285.46
15	($440,485.58)	($859,899.98)	$ 11,843,799.88
16	($471,319.57)	($829,065.99)	$ 11,372,480.31
17	($504,311.94)	($796,073.62)	$ 10,868,168.36
18	($539,613.78)	($760,771.79)	$ 10,328,554.59
19	($577,386.74)	($722,998.82)	$ 9,751,167.85
20	($617,803.81)	($682,581.75)	$ 9,133,364.03
21	($661,050.08)	($639,335.48)	$ 8,472,313.95
22	($707,323.59)	($593,061.98)	$ 7,764,990.37
23	($756,836.24)	($543,549.33)	$ 7,008,154.13
24	($809,814.77)	($490,570.79)	$ 6,198,339.36
25	($866,501.81)	($433,883.75)	$ 5,331,837.55
26	($927,156.93)	($373,228.63)	$ 4,404,680.62
27	($992,057.92)	($308,327.64)	$ 3,412,622.70
28	($1,061,501.97)	($238,883.59)	$ 2,351,120.72
29	($1,135,807.11)	($164,578.45)	$ 1,215,313.61
30	($1,215,313.61)	($85,071.95)	$ (0.00)
		($19,004,537.28)	

Principal: $ 12,536,538.00
Term: 20
Interest Ra 7.00%
Payment: ($1,183,360.50)

Year	Principal Portion	Interest Portion	Principal Balance
1	($305,802.84)	($877,557.66)	$ 12,230,735.16
2	($327,209.04)	($856,151.46)	$ 11,903,526.12
3	($350,113.67)	($833,246.83)	$ 11,553,412.45
4	($374,621.63)	($808,738.87)	$ 11,178,790.82
5	($400,845.14)	($782,515.36)	$ 10,777,945.68
6	($428,904.30)	($754,456.20)	$ 10,349,041.37
7	($458,927.60)	($724,432.90)	$ 9,890,113.77
8	($491,052.54)	($692,307.96)	$ 9,399,061.23
9	($525,426.21)	($657,934.29)	$ 8,873,635.02
10	($562,206.05)	($621,154.45)	$ 8,311,428.97
11	($601,560.47)	($581,800.03)	$ 7,709,868.49
12	($643,669.71)	($539,690.79)	$ 7,066,198.79
13	($688,726.59)	($494,633.92)	$ 6,377,472.20
14	($736,937.45)	($446,423.05)	$ 5,640,534.76
15	($788,523.07)	($394,837.43)	$ 4,852,011.69
16	($843,719.68)	($339,640.82)	$ 4,008,292.01
17	($902,780.06)	($280,580.44)	$ 3,105,511.95
18	($965,974.66)	($217,385.84)	$ 2,139,537.28
19	($1,033,592.89)	($149,767.61)	$ 1,105,944.39
20	($1,105,944.39)	($77,416.11)	$ -
		($11,130,672.01)	

Principal: $ 2,553,502.50
Term: 5
Interest Ra 7.50%
Payment: ($631,135.72)

Year	Principal Portion	Interest Portion	Principal Balance
1	($439,623.04)	($191,512.69)	$ 2,113,879.46
2	($472,594.77)	($158,540.96)	$ 1,641,284.70
3	($508,039.37)	($123,096.35)	$ 1,133,245.33
4	($546,142.33)	($84,993.40)	$ 587,103.00
5	($587,103.00)	($44,032.72)	$ -
		($602,176.12)	

Zero Coupon:
Principal: $ 12,536,538.00
Term: 20
Interest Rate: 8.00%
Payment: ($1,276,874.09)
Total Coupon: $ 25,537,481.73

Year	Principal Portion	Interest Portion	Principal Balance	Cumulative Payment from TIF
1	($273,951.05)	($1,002,923.04)	$ 12,262,586.95	$ 665,745.34
2	($295,867.13)	($981,006.96)	$ 11,966,719.82	$ 1,338,293.53
3	($319,536.50)	($957,337.59)	$ 11,647,183.32	$ 2,017,712.58
4	($345,099.42)	($931,774.67)	$ 11,302,083.90	$ 2,704,071.22
5	($372,707.37)	($904,166.71)	$ 10,929,376.53	$ 3,155,679.00
6	($402,523.96)	($874,350.12)	$ 10,526,852.56	$ -
7	($434,725.88)	($842,148.21)	$ 10,092,126.68	$ -
8	($469,503.95)	($807,370.13)	$ 9,622,622.73	$ -
9	($507,064.27)	($769,809.82)	$ 9,115,558.46	$ -
10	($547,629.41)	($729,244.68)	$ 8,567,929.06	#REF!
11	($591,439.76)	($685,434.32)	$ 7,976,489.29	#REF!
12	($638,754.94)	($638,119.14)	$ 7,337,734.35	#REF!
13	($689,855.34)	($587,018.75)	$ 6,647,879.01	#REF!
14	($745,043.77)	($531,830.32)	$ 5,902,835.25	#REF!
15	($804,647.27)	($472,226.82)	$ 5,098,187.98	#REF!
16	($869,019.05)	($407,855.04)	$ 4,229,168.93	#REF!
17	($938,540.57)	($338,333.51)	$ 3,290,628.36	
18	($1,013,623.82)	($263,250.27)	$ 2,277,004.54	
19	($1,094,713.72)	($182,160.36)	$ 1,182,290.82	
20	($1,182,290.82)	($94,583.27)	$ 0.00	
21	#NUM!	#NUM!	#NUM!	
22	#NUM!	#NUM!	#NUM!	
23	#NUM!	#NUM!	#NUM!	
24	#NUM!	#NUM!	#NUM!	
25	#NUM!	#NUM!	#NUM!	
26	#NUM!	#NUM!	#NUM!	
27	#NUM!	#NUM!	#NUM!	
28	#NUM!	#NUM!	#NUM!	
29	#NUM!	#NUM!	#NUM!	
30	#NUM!	#NUM!	#NUM!	
		($13,000,943.73)		

ATTACHMENT F

Baseline Environmental Assessment Results

FOR DEQ USE ONLY
BEA Disclosure #_____

MICHIGAN DEPARTMENT OF ENVIRONMENTAL QUALITY
REMEDIATION AND REDEVELOPMENT DIVISION

DISCLOSURE OF A BASELINE ENVIRONMENTAL ASSESSMENT
(FORM EQP4446 (REV. 4/03))

(Under the authority of Part 201, 1994 Act 451, as amended, and the Rules promulgated thereunder)

DO NOT use this form for requesting a Baseline Environmental Assessment ("BEA") adequacy determination, OR if the property is not a facility, OR if the BEA was complete before the effective date of the BEA rules. *Please answer the following questions as completely as possible.*

Name and address of submitter (individual or legal entity):*
City of Detroit
660 Woodward Ave., Suite 1800
Detroit, MI 48226

Status relative to the property:

	Former	Current	Prospective
Owner*	☐	☒	☐
Operator*	☐	☐	☐

Address/location of property where BEA was conducted:
1470 East Atwater St., Detroit, MI
1500 East Atwater St., Detroit, MI
1650 East Atwater St., Detroit, MI

County: Wayne

Provide the property tax identification number(s) or, if applicable, the ward and item number(s) for the property identified in the BEA. Required pursuant to Rule 907.
Ward 7, Items 000001-3, 000004, and 000005

Contact person: Mr. Raymond Scott Telephone #: 313-471-5108

If the address of the person seeking liability protection above is different from the address that should be used to correspond with the contact person, please provide the contact person's address:

Same as Above

Check the appropriate response to each of the following questions.

	YES	NO
1. Is it known that the source of contamination at the property is primarily from any of the following?		
• **A leaking underground storage tank (UST) regulated under Part 213, 1994 PA 451, as amended.**	☐	☒
• **A licensed landfill or solid waste management facility.**	☐	☒
• **A licensed hazardous waste treatment, storage, or disposal facility.**	☐	☒
• **Oil and gas development related activities.**	☐	☒

The source of the release that resulted in this property becoming a "facility" will determine which DEQ division will maintain a file regarding this BEA.

2. Based on the Part 201 Rules, this BEA is a:

Category N ☒
Category D ☐
Category S ☐

	YES	NO
3. Is the property at which the BEA was conducted a "facility"* as defined by Section 20101? If the answer to this question is NO, do not submit the BEA to the DEQ.	☒	☐

4. **Was the BEA conducted* prior to or within 45 days after the date of purchase*, occupancy, or foreclosure of the property, whichever is earliest, and completed* not more than 15 days after the date required by Section 20126(1)(c) or Rule 299.5903(8)?** If the answer to either portion of this question is no, you are ineligible for an exemption from liability based on the BEA.

YES ☒ NO ☐

5. **Is the BEA being disclosed to the DEQ no later than 8 months after the earliest of the date of purchase, occupancy, or foreclosure?** All disclosures pursuant to Rule 919(3) must be submitted to the DEQ no later than 8 months after the earliest of the date of purchase, occupancy, or foreclosure.

YES ☒ NO ☐

6. **Are any USTs or abandoned or discarded containers identified in the BEA?** If yes, this information must be provided on Form EQP4476.

YES ☐ NO ☒

7. **Does this BEA rely on an isolation zone or an engineering control that requires an affidavit pursuant to Rule 299.5909(3) or 299.5909(4)?** If yes, a completed affidavit, Form EQP4479, must be attached or the BEA will not be considered complete.

YES ☐ NO ☒

With my signature below, I certify that the enclosed BEA and all related materials are complete and accurate to the best of my knowledge and belief. I understand that intentionally submitting false information to the DEQ is a felony and may result in fines up to $25,000 for each violation.

Signature of Submitter: _____ 6/30/05
(Person legally authorized to bind the person seeking liability protection) Date

Name (Typed or Printed) Sarah D. Lile

Title Director

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ENVIRO MATRIX
Engineering Excellence

SUBMITTAL OVERVIEW

On behalf of the City of Detroit, Enviro Matrix, Inc. (EM) respectfully submits this Baseline Environmental Assessment (BEA). This submittal was prepared as a "Category N" BEA in accordance with the Michigan Department of Environmental Quality (MDEQ) guidance document entitled:

> "Instructions for Preparing and Disclosing Baseline Environmental Assessments and Section 7a Compliance Analyses to the Michigan Department of Environmental Quality and for Requesting Optional Determinations, March 11, 1999"

A "Category N" BEA pursuant to the document listed above is defined as follows:

"...a category N BEA is appropriate when there will be no future significant hazardous substance use on the property."

This category was chosen as applicable to the property because the planned use will be recreational with no significant use of materials that may contain hazardous substances. This BEA was prepared for the sole and exclusive use of the City of Detroit and may not be used by another private party for purchase of this parcel of land without the written consent of the City of Detroit. Any private party that relies on this report does so at it's own risk.

1.0 IDENTIFICATION OF AUTHOR AND DATE OF COMPLETION

This report and Baseline Environmental Assessment (BEA) was prepared by:

Enviro Matrix, Inc.
Bryan Alexander, P.E., CHMM _____

The BEA was conducted by: June 17, 2005
The BEA was completed on: June 30, 2005

2.0 INTRODUCTION

Enviro Matrix, Inc. (EM) was retained by the Economic Development Corporation (EDC), an agent for the City of Detroit (client), to perform a Baseline Environmental Assessment (BEA) for the industrial site (LaFarge Property) located generally between Orleans and Rivard Streets on East Atwater Street, Detroit, MI (see Figure 1 in Attachment A). The subject property for this BEA consists of approximately 9 acres planned for use as a riverfront park. It is comprised of three contiguous parcels, all of which are considered "facilities," per Part 201 of P.A. 451 of 1994, as amended. The

subject property does not currently have a single street address; however, each parcel has its own street address and ward/item number by the City of Detroit, as follows: 1470 (Parcel 105), 1500 (Parcel 109), and 1650 (Parcel 113) E. Atwater Street, Detroit, MI (subject property). The legal description is included in Attachment B.

Parcel IDs are as follows:

1470 E. Atwater St.: Ward ID: 7 Item 000005
1500 E. Atwater St.: Ward ID: 7 Item 000004
1650 E. Atwater St.: Ward ID: 7 Item 000001-3

About one half of the subject property (1470 E. Atwater – Parcel 105) for this BEA is currently being utilized by Koenig Fuel & Supply Company, LLC. (Koenig) for concrete blending and loadout operations. Koenig is confined to that one parcel, and their actual operations are limited in scope. They receive and maintain several large stockpiles of aggregate for their concrete mixing operations. They don't use or store chemicals other than dry cement and aggregate. They blend those, add water, and load trucks. The main risk associated with their operations is in regard to the trucks, which could leak crankcase oil or diesel fuel.

The parking areas include concrete, asphalt, crushed limestone, and dirt. Other open areas include large aggregate stockpiles and some grassy lots. Photographs of the Koenig operations as well as the closed LaFarge portions of the property can be found in Attachment C.

There were individual Phase I ESAs completed for the three addresses making up the subject property in 1999 (see Attachment D). The objective of the previous Phase I ESAs conducted by ECT, Inc. was to determine from available information if the entire subject property had been or could have been environmentally impaired and to identify potential Recognized Environmental Concerns (RECs).

To address the RECs identified in the Phase I ESAs, a Phase II ESA was completed in 1999 for each of the three addresses making up the subject property in 1999. The data gathered in the Phase II ESAs indicated that all three addresses were considered "facilities" as defined in Part 201 of the Michigan Natural Resources and Environmental Protection Act (NREPA), PA Act 451 of 1994 as amended.

The City of Detroit took occupancy of the subject property on May 4, 2005. Due to the age of the data in the previous Phase II ESAs, EM was retained by EDC to conduct further investigation, in the form of an updated Phase II ESA to verify that the results of the previous investigations and determine the need to prepare a BEA for the City of Detroit. The work completed to update the Phase II ESA followed guidelines set forth in ASTM Method E 1903-97 and MDEQ guidance as applicable. The scope of the work completed for the updated Phase II investigation did not include buildings and structures

assessment for asbestos, demolition, and associated decontamination of hazardous materials. The data collected from the most recent subsurface investigation (June 2005) confirmed that the three addresses that make up the subject property are still considered "facilities."

The City of Detroit is planning on using the subject property for recreational purposes as a riverfront park. Therefore, this BEA was prepared per the Michigan Department of Environmental Quality's guidance for a "Type N" BEA, as ***no*** continued or new significant hazardous substance usage is planned for use or storage, within the entire subject property.

3.0 PROPERTY DESCRIPTION & INTENDED HAZARDOUS SUBSTANCE USE

A full property description of each address making up the subject property of this BEA is included in section 2.0 of the individual Phase I ESAs, C. 1999 (see Attachment D) which describes property location, site characteristics and improvements, and site and surrounding land use(s). Additionally, the environmental setting such as climate, topography, geology, hydrogeology, hydrology, surface water, site drainage, wells, underground utilities, wetlands, and historical record review is described in section 3.0 and 4.0 of the Phase I ESAs and section 2.0 of the Phase II ESAs (see Attachment E). The parcel addresses and Ward and Item numbers follow:

PARCEL ID	**Address**	**Ward and Item Number**
105	1470 East Atwater Street.	Parcel 7, Item 000005
109	1500 East Atwater Street	Parcel 7, Item 000004
113	1650 East Atwater Street	Parcel 7, Item 000001-3

A general property description follows.

The subject property of the BEA is comprised of three contiguous parcels with addresses 1470, 1500, and 1650 E. Atwater St. in Detroit, Michigan. The subject property is located on the Detroit River located along East Atwater Street in Detroit, MI between Rivard and Orleans Streets. The site location and topographic features are illustrated on Figures 1 and 2 found in Attachment A.

All three of the addresses making up the subject property have each been identified separately as a "facility."

3.1 Legal Description of Subject Area

The legal description for the subject property is as follows:

1470 East Atwater Street, Ward 7, Item 000005:
3 THRU 1, SUB OF RIOPELLE FARM L15 P 394-5 CITY RECORDS, WCR 7/2; 6 THRU 2, PLAT OF GUOIN FARM L11 P596 DEEDS, WCR 7/3. 213,963 SQ FT

1500 East Atwater Street, Ward 7, Item 000004:
6 THRU AND VAC RIOPELLE ST ADJ, SUB OF RIOPELLE FARM, L15 P394-5 CITY RECORDS, WCR 7/2. 84,539 SQ FT

1650 East Atwater Street, Ward 7, Items 000001-3:
5-4-3-2, BLK 2, PLAT OF ANTOINE DEQUINDRE FARM, L10 P716-7-8 CITY RECORDS, WCR 7/1. 81,428 SQ FT

3.2 Physical Description of Subject Area

The portion of the subject property identified as 1470 E. Atwater – Parcel 105, is currently utilized by Koenig as a cement blending and loadout operation. Table 1 describes details of each address within the subject property:

Table 1: Current Description of Subject Area for this BEA

Parcel (Address)	Location	Subject Area Description
1470 East Atwater Street	West end of the subject property nearest to Rivard St. bounded by vacant lots on the west.	This area is currently under operation by Koenig Fuel & Supply, LLC as a concrete blending and loadout station. It contains large raw material (aggregate) stockpiles, a small office building and silos and hoppers for blending concrete and loading cement trucks. There are two open gates to this area. This area is paved in some areas with asphalt and concrete, but also includes large areas of unpaved ground.
1500 East Atwater Street	Middle section of the subject property.	This address contains several buildings and large silos that are now closed but were used as the main operating area for the LaFarge Cement Company. This area is mostly paved with concrete and asphalt but contains some unpaved and grassy areas. There is a fence and locked gate on this area, but it is not secure as it has open connection to the other two addresses on the site.
1650 East Atwater Street	East end of the subject property nearest to Orleans Street, bounded by St. Aubin Park on the east side.	This area contains no buildings and is a mixture of vegetated area and open area with aggregate surface. Some truck trailers are stored in this area.

Photographs taken during the recently completed fieldwork to update the Phase II ESA may be found in Attachment C.

3.3 Past Use of Subject Area

The majority of the subject property for this BEA had previously been used for industrial purposes for over 100 years. All three addresses were most recently owned and operated by LaFarge Cement Company and the firm operating on 1470 E. Atwater – Parcel 105 at the time this report was prepared is Koenig Fuel & Supply Company a concrete blender and transporter. Historic use of the subject property included a cement warehouse;

concrete mixing plant; Public Lighting Commission Substation; several railroad spurs; the Detroit United Railway Power House; coal piles, transfer equipment and operations; two areas designated as "dump;" the Detroit Street Railway Company's Power House; a lime and stone yard; a lumber yard; a lime kiln; several boat slips; a sand and gravel dock; a dry dock; part of the Old Water Works Yard; and the Detroit, Grand Haven, and Milwaukee Railroad Car Repair Shops. In general, the historic use of the subject property has and is industrial. Descriptions of historic use of each address making up the subject property follows:

- **1470 East Atwater Street:** This property is slightly less than five acres in area and historically has been used as a cement warehouse; concrete mixing plant; a Public Lighting Commission Substation; several railroad spurs; the Detroit United Railway Power House; coal piles, transfer equipment and operations; two areas designated as "dump;" the Detroit Street Railway Company's Power House; a lime and stone yard; a lumber yard; a lime kiln; and several boat slips over the last hundred years or more. The most recent use was by LaFarge Cement Company as part of its cement mixing operations with various raw materials stockpiled on this site such as stone, sand, and other road base materials.

  No permanent structures currently exist on this property. A significant portion of the riverfront on this property has been filled in from its natural contour. The area filled can be determined in part from Sanborn Fire Insurance Maps, but appears to be at least an additional 150-foot strip of fill in place along the riverfront.

- **1500 East Atwater Street:** This property is slightly less than two acres in area and historically has been used as a cement warehouse; cement storage silos, concrete mixing plants; railroad spurs; the Detroit, Grand Haven, and Milwaukee Railroad Car Shops; a coal yard; and boat slips over the last hundred years or more. The most recent use was by LaFarge Cement Company as part of its cement mixing and storage operations.

  Numerous permanent structures currently exist on this property including a large cement plant, cement material storage silos, maintenance garages, and operations offices, all closed and out of operation. A significant portion of the riverfront on this property has been filled in from its natural contour. The area filled can be determined in part from Sanborn Fire Insurance Maps, but appears to be at least an additional 150-foot strip of fill in place along the riverfront.

- **1650 East Atwater Street:** This property is slightly less than two acres in area and historically has been used as part of cement and concrete mixing operations; a sand and gravel dock; a dry dock; part of the Old Water Works Yard; a boat slip; and the Detroit, Grand Haven, and Milwaukee Railroad Car Repair Shops over the last hundred years or more. The most recent use was by LaFarge Cement Company as

part of its cement mixing operations with various raw materials stockpiled on this site such as stone, sand, and other road base materials.

No permanent structures currently exist on this property. A significant portion of the riverfront on this property has been filled in from its natural contour. The area filled can be determined in part from Sanborn Fire Insurance Maps, but appears to be at least an additional 150-foot strip of fill in place along the riverfront.

3.4 Uses of Adjacent Properties

EM evaluated adjacent properties to determine the likelihood of migrating contamination that may affect the subject property. Of the addresses making up the subject property, 1470 E. Atwater is the western-most parcel, 1500 is the middle parcel, and 1650 is the eastern-most parcel. In general, the subject property is surrounded by the Detroit River to the South, the City of Detroit-owned St. Aubin Park to the East, and vacant lots to the north (across Atwater Street) and west.

3.5 Intended Future Use

The subject property's intended use is as a City of Detroit Riverfront Park. The intended use of the facility will not involve significant hazardous substance use, (management, storage, use and treatment of chemicals) beyond typical residential purposes.

Anticipated construction activities include clearing of vegetation, grading, installation of underground utilities and concrete foundations, placement of asphalt and concrete surfaces, landscaping and planting of vegetation, and possibly erection of building structures. The resulting park will be available for recreational use by persons of all ages.

4.0 KNOWN CONTAMINATION

4.1 Findings of the Phase I ESA

In 1999 ECT completed Phase I and II ESAs for the three addresses making up the subject property. The Phase I ESAs were reviewed and based on information supplied by EDC and Koenig (the current site operator for 1470 E. Atwater – Parcel 105); new Phase I ESAs were not conducted. According to EDC and Mike Schwartz (from Koenig); the owner of the property (LaFarge Company), and the operations conducted on the subject property, have not changed since 1999, the date of the Phase I ESAs.

The Phase I ESA reports revealed that historically, much of the entire subject property had been used for industrial purposes. EM finds that the subject property (all three addresses) has been utilized for industrial use for at least 100 years or longer. The industrial use during the late 19th, 20th and early 21st centuries is consistent with the development pattern of the area. The historic uses of the subject property (all three

parcels) included a cement warehouse; concrete mixing plant; Public Lighting Commission Substation; several railroad spurs; the Detroit United Railway Power House; coal piles, transfer equipment and operations; two areas designated as "dump;" the Detroit Street Railway Company's Power House; a lime and stone yard; a lumber yard; a lime kiln; several boat slips a sand and gravel dock; a dry dock; part of the Old Water Works Yard; and the Detroit, Grand Haven, and Milwaukee Railroad Car Repair Shops. These usages caused several recognized environmental concerns (REC's) to be identified on the entire subject property.

Based on the results from the Phase I ESAs conducted for these addresses, potential environmental concerns at the subject property were identified to be as follows:

- Wash pits for cleaning cement hauling trucks;
- Semi-truck usage, parking, and fueling;
- Property is an open LUST site;
- Transformer powerhouse formerly onsite;
- Former railroad tracks;
- Fill material along the waterfront; and
- The long history of industrial use.

The Phase I ESAs were followed up with Phase II ESAs at each site by ECT in 1999. The following section will discuss the results of the previous subsurface investigations within the subject property.

4.2 Summary of the Phase II ESA and subsequent Subsurface Investigations

A total of 3 soil borings and seven monitoring wells were completed on this combined property as part of the Phase II ESAs completed in 1999. A combination of soil and groundwater samples were collected from these locations as well as from three previously existing wells. All samples were tested for BTEX, PNAs, PCB, and the ten Michigan metals (arsenic, barium, cadmium, chromium, copper, lead, mercury, selenium, silver, and zinc). All soil and groundwater samples collected during the Phase II ESA contained at least one constituent at concentrations above Part 201 residential criteria. The most prevalent constituents of concern were metals found at levels exceeding GSI criteria. Fewer samples contained PNAs above residential criteria and one soil sample each contained BTEX and PCBs (beneath a transformer pole at 1650 Atwater St.) above residential criteria.

Due to the age of the Phase II data collected (approximately 6 years old) EDC retained EM to further investigate in the form of an Updated Phase II ESA to verify the results of the original Phase II investigation. The updated Phase II ESA was conducted for the benefit of The City of Detroit, a purchaser of the subject property.

Activities conducted during the updated (2005) Phase II ESA included a subsurface investigation via 5 soil borings, using Geoprobe®, to obtain soil and groundwater samples

from the site; and laboratory analyses of those samples for constituents identified in the previous investigations and based on past use of the subject property. Also, a groundwater sample was taken from MW-1, a monitoring well installed during ECT's 1999 subsurface investigation. The results revealed that applicable residential land use cleanup criteria were exceeded at several locations for some of the metals and semi-volatile compounds analyzed.

Specifically, metals, VOCs and SVOCs in the soil were found to exceed the "Protection of Groundwater/GSI" cleanup criteria for this property and at least one constituent at each sample location was found at concentrations exceeding residential GSI protection of surface water criteria. Also all of the groundwater samples collected during this phase of investigation contained metals or SVOCs exceeding GSI criteria. The detection of these compounds exceeding the GSI cleanup criteria qualifies the subject property for this BEA as a "facility" under Part 201 of P.A. 451, of 1994, as amended. Based upon knowledge obtained on the use of the site for industrial purposes in the past, EM concludes that the impact at the subject property results from the previous use of the site.

4.2.1 Field Observations

The original Phase II information is included in Attachment E. The following information summarizes the activities and results obtained during the most recent fieldwork performed on June 6, 2005 to update the Phase II report completed in 1999. Attachment F contains the Updated Phase II ESA Report.

In June 2005, EM installed five (5) soil borings and collected five soil samples and five groundwater samples from the subject property.

Most of the surface of subject property is covered with asphalt/concrete followed by fill material, extending down from surface to 1 to 10 ft below ground surface (BGS). In each soil boring water was encountered between five and 10 feet BGS. Soil type varied from topsoil, sand, and clay, to wood chips, gravel and mixed brick and other fill materials. Fill soil explored during the subsurface investigation at the subject property appeared mixed with other fill materials and debris in various locations. Occasional footings or buried debris was discovered throughout the subject property during this investigation.

Groundwater was observed in all five of the soil borings, and EM collected five groundwater samples from the site; four samples collected from temporary well points placed in the soil borings (at SB-2, 4, 5 and 6) and one from MW-1, a monitoring well installed in a previous investigation and which was located within four feet of the SB-1 soil boring.

4.2.2 Soil Sampling Results

The following table (Table 2) summarizes the analytical data gathered from soil sampling and analysis.

Table 2: Soil Analytical Results

Contaminant	CAS Number	Maximum Concentration (ppb) at the Site / Sample ID	Residential and Commercial I Generic Cleanup Criteria Exceeded	Criteria Value Exceeded
Arsenic	7440-38-2	20,000 / SB-5	Direct Contact	7,600
Mercury	7439-97-6	400 / SB-5	Protection of GSI	50
Fluoranthene	206-44-0	23,000 / SB-5	Protection of GSI	5,500
Naphthalene	91-20-3	1,500 / SB-5	Protection of GSI	870
Phenanthrene	85-01-8	18,000 / SB-5	Protection of GSI	5,300
1,2,4-Trimethylbenzene	95-63-6	1,900 / SB-6	Protection of GSI	570

4.2.3 Groundwater Sampling Results

The following table (Table 3) summarizes the analytical data gathered from groundwater sampling and analysis.

Table 3: Groundwater Analytical Results

Contaminant	CAS Number	Maximum Concentration (ppb) at the Site / Sample ID	Residential and Commercial I Generic Cleanup Criteria Exceeded	Criteria Value Exceeded
Mercury	7439-97-6	6.2 / SB-6	GSI	0.0013
Lead	7439-92-1	1100 / SB-6	GSI	14
Silver	7440-22-4	0.97 / SB-2	GSI	0.2
Fluoranthene	206-44-0	2.2 / SB-5	GSI	1.6

4.3 Criteria for Classifying Property as a Facility

A property may be considered a facility if known contaminates are found at concentrations exceeding generic residential cleanup criteria per Part 201 of Act 451, as amended. Soil and groundwater analytical data collected from the site was assembled in a table and compared with the residential and commercial I cleanup standards provided under Part 201, P.A. 451 of 1994, as amended. Analytical data is found on Tables 1 and 2 in the updated Phase II ESA Report prepared by Enviro Matrix, Inc. in 2005 (see Attachment F for the summary of the laboratory analytical data). For each constituent detected in soil and groundwater during this investigation, the most restrictive of Soil Volatilization to Indoor Air Inhalation Criteria (SVIIC), Soil Direct Contact Criteria, and Groundwater-Surface water Interface (GSI) Criteria for Residential and Commercial I land use were selected as applicable cleanup criteria for the subject site. The soil and groundwater cleanup criteria established under the Part 201 of the Natural Resources and Environmental Protection Action, 1994 P.A. 451, as amended, were utilized for determining the status of this property as a facility or not.

A review of the subsurface conditions observed during the investigation at the site suggests that the soil encountered at the site is generally mixed fill overlying moist clay, which starts typically no deeper than 10 ft. BGS. Municipal water supply is the source of potable water in the City of Detroit. These subsurface conditions suggest that the health-based or aesthetic drinking water cleanup criteria are not applicable to the subject site. Since the groundwater encountered at this property is not considered an aquifer, the groundwater related exposure pathways such as drinking water are not applicable as outlined in MDEQ Operational Memorandum No. 11, revised on August 25, 1997.

The volatilization of contaminants from soil to indoor air and to ambient air is a relevant pathway if the presence of volatile contaminants exists at shallow depth. Construction/utility workers and others could be exposed to the impacted soil during any future excavation/construction and use of subsurface structure in the impacted area; however, volatilization to indoor air inhalation (VIAH) cleanup criteria are not applicable to the subject property since none of the volatile compounds exceeds the VAIH criteria for the soil samples collected on June 6, 2005.

In regard to the direct contact criteria, only Arsenic (in soil at location SB-5) was found at levels exceeding those criteria. The possibility of direct contact with arsenic in impacted soil is an exposure pathway relevant to the subject site.

The most frequent criteria exceeded by constituents at the subject property are the GSI criteria for both soil and groundwater. As this property is located along the Detroit River and there is groundwater evident in the site soil borings and monitoring wells, the "groundwater-surface water Interface" (GSI) criteria are considered to be applicable to this property.

Given that direct contact, and GSI are identified as the potential exposure and migration pathways for potential receptors in reference to impacted soil and groundwater at the site the criteria for those pathways must be evaluated when determining if the property is a "facility."

Based on the subsurface and analytical results of this investigation and provision in Part 201 of P.A. 451 of 1994, as amended, this provides the basis for the conclusion that the subject property is a facility.

Additional characterization and delineation of known contaminants is not required for a Type N BEA.

5.0 LIKELIHOOD OF OTHER CONTAMINATION

5.1 Contamination from the Subject Property

The constituents of concern found in soil and groundwater samples on the subject property (metals and PNAs) are widespread and consistent with the long historic use of the property and the types of fill material typically used along urban industrial waterfront properties in Midwest industrial cities (foundry sand, construction and demolition debris, etc.). Considering the historical industrial use of the subject property, the likelihood for other contaminants not identified exists.

The only point sources identified by the subsurface investigations were in the location of a removed UST (SB-6) and under a transformer power pole. Both of those potential point sources have been removed. Therefore contamination in soil and groundwater at the subject site are considered to be relatively stable and not susceptible to future exacerbation.

5.2 Contamination from Adjacent and Nearby Properties

The adjacent and nearby properties are either vacant or recreational in nature. Based upon known research and information, and the length of use of the subject property and surrounding properties, EM does not expect adjacent and nearby properties to exacerbate the levels of the constituents of concern in soil and groundwater in a manner so as to significantly change the property characterization as defined in this report and previous subsurface investigations.

5.3 Nearby Sites of Contamination

A review of the Phase I ESA reports indicated that the property located to the east of the subject property (now St. Aubin Park) has soil impacted with metals and that some of that soil may have been used to construct the berm separating the two sites. In addition, records indicate that the same property to the east may have had from two to five USTs located on the site at one time. The adjacent property to the west is also suspected of formerly having USTs on the site (based on conversations with the current operators and also included in the Phase I ESA for the subject property).

6.0 ALTERNATIVE APPROACHES

NA

7.0 BEA CONCLUSIONS

Based upon EM's evaluation and data gathered, the subject property, comprised of the three contiguous parcels: 1470, 1500, and 1650 East Atwater Street is a "facility" per Part 201 of Act 451, of 1994 as amended. The purchaser is eligible for exemption from liability pursuant to Part 201 of Act 451, as Amended.

The subject property is a "facility" due to various metals, VOC, and SVOC compounds having been found in concentrations exceeding the generic residential cleanup criteria set forth in Part 201 of Act 451.

Based on the visual observations and analytical results of soil and groundwater samples collected during this phase of work, EM concludes:

- Soil explored during the subsurface investigation at the subject property appeared to contain materials and staining that was not naturally occurring. The nature of much of the material in the soil was indicative of fill materials often used in filling riverfront properties in Detroit including such things as foundry sand, crushed brick and concrete, wood chips and sawdust, and other types of debris. Occasional buried demolition debris was discovered throughout the subject property during this investigation.
- Metals and SVOC constituents were found in groundwater above GSI criteria. VOCs were not detected in any samples above GSI criteria.
- Metals, SVOC, and VOC constituents were found in soil above both direct contact and protection of GSI criteria.
- Inhalation criteria do not apply as all VOCs were detected below those criteria. Drinking water criteria do not apply as there was no aquifer found on the subject property.
- All soil and groundwater samples contained at least one constituent at concentrations above one of the relevant Part 201 criteria used for determination if a property is a "facility."

Drinking water criteria was not found to apply to this property due to the fact that no usable aquifer exists on the property. Indoor and ambient air inhalation criteria were also found not to apply to this property as all volatile constituents were detected at concentrations below those criteria.

The City of Detroit intends to utilize the property for recreational purposes as a city riverfront park. Future use of the property as a recreational development will not involve significant hazardous substance use (i.e. use, storage, management, treatment) beyond that expected with normal residential usage.

EM prepared this Type "N" BEA in accordance with Part 201 of Act 451. Future releases of contamination will be distinguishable from existing contamination because hazardous substances at the subject property will not be utilized in the future.

7.1 Limitations

This report has been prepared in accordance with standard industry practice for a Baseline Environmental Assessment. The information presented is based in part on the laboratory analytical results of the soil samples collected by EM during the Updated Phase II ESA at the subject site, which was intended only to verify if contamination exists in the prescribed locations, and to determine whether this site is a "facility" or not. Soil conditions between and beyond the sampling locations and the areas not investigated may be different than the conditions indicated by the analytical results at the sampling locations. The information and conclusions presented in this report reflect EM's best judgment and should be implemented only in light of the information available to EM at the time of preparation, and are for use exclusively by the City of Detroit. Any use which a third party (other than the City of Detroit) makes of this report, or any reliance on or decisions to be made based on it, are the responsibility of such third parties. EM accepts no responsibility for damages, if any, suffered by any third party, because of decisions made or actions based on this report. EM will not distribute or publish this report lacking consent from the City of Detroit, unless required by law or court order. This document provides a reasonable environmental assessment of the conditions at the site as of June 10, 2005 and makes conclusions and recommendations based on these findings.

8.0 REFERENCES

The following reports were used as a source of information during the preparation of this BEA:

1. ECT, "1470 East Atwater Street, Phase I Environmental Site Assessment Summary Report and Certification," May 28, 1999

2. ECT, "1500 East Atwater Street, Phase I Environmental Site Assessment Summary Report and Certification," May 28, 1999

3. ECT, "1650 East Atwater Street, Phase I Environmental Site Assessment Summary Report and Certification," May 28, 1999

4. ECT, "Phase II Environmental Site Assessment, Waterfront Reclamation and Casino Project, Detroit, Michigan, 1470 East Atwater Street," August, 1998

5. ECT, "Phase II Environmental Site Assessment, Waterfront Reclamation and Casino Project, Detroit, Michigan, 1500 East Atwater Street," August, 1998

6. ECT, "Phase II Environmental Site Assessment, Waterfront Reclamation and Casino Project, Detroit, Michigan, 1650 East Atwater Street," August, 1998

7. EM, "Updated Phase II Environmental Site Assessment, LaFarge Property; 1470, 1500, and 1650 East Atwater Street," June 2005

9.0 ATTACHMENTS

Attachment A – Maps and Figures
Attachment B – Legal Description
Attachment C – Photographs
Attachment D – Phase I ESA Reports
Attachment E - Phase II ESA Report
Attachment F – Updated Phase II ESA Report

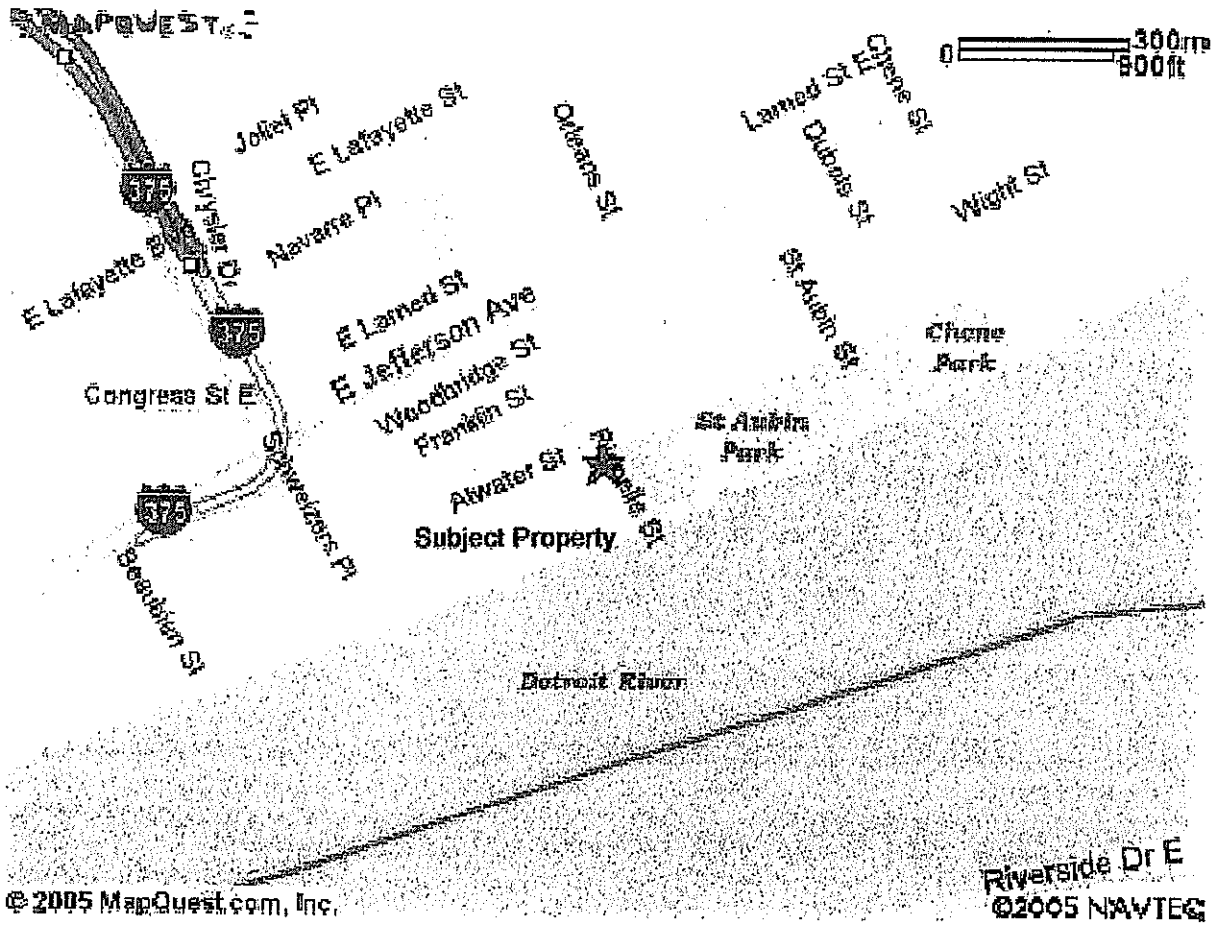


FIGURE 1: SITE LOCATION MAP LAFARGE PROPERTY DETROIT, MI	MAPQUEST.COM EM JOB NO:05-027	ENVIRO MATRIX, INC. *ENGINEERING EXCELLENCE* 163 MADISON, SUITE 104 DETROIT, MI 48226 JUNE 13, 2005

ENVIRO MATRIX
Engineering Excellence

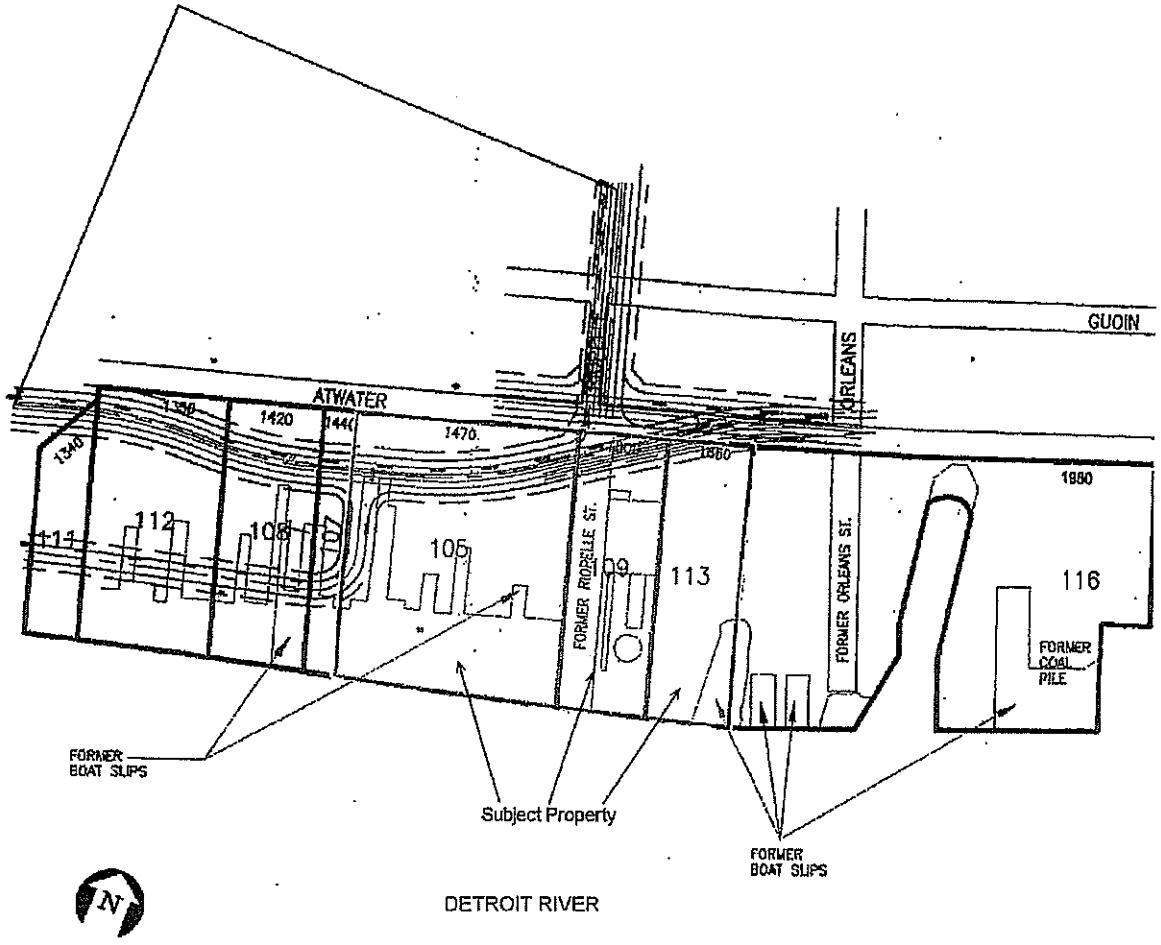


FIGURE 2: SITE FEATURES MAP LAFARGE PROPERTY DETROIT, MI	MAPQUEST.COM EM JOB NO:05-027	ENVIRO MATRIX, INC. *ENGINEERING EXCELLENCE* 163 MADISON, SUITE 104 DETROIT, MI 48226 JUNE 13, 2005

ENVIRO MATRIX
Engineering Excellence

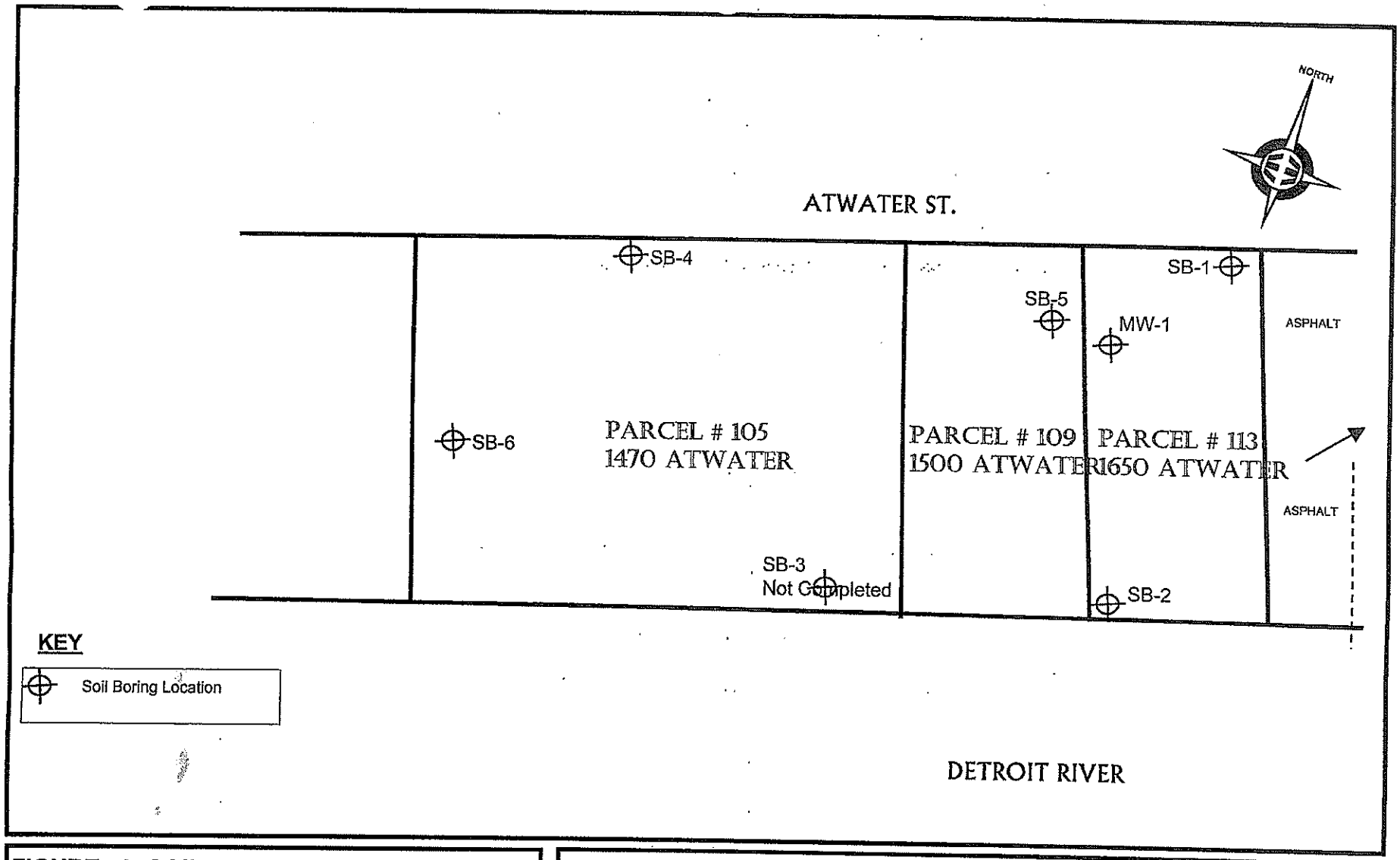


FIGURE 3 :SOIL BORING LOCATIONS

PHASE II ESA
LaFARGE Parcels
Atwater, Michigan

ENVIRO MATRIX, INC.
ENGINEERING EXCELLENCE
163 MADISON, SUITE 104, DETROIT, MI 48226

0 30 60
FEET

EM JOB NO: 05-027

JUNE 2005

APPENDIX B: TABLES R 299.5750 FOOTNOTES FOR GENERIC CLEANUP CRITERIA TABLES

TABLE 1 : SOIL ANALYTICAL DATA - VOCs

VOLATILES	Part 201 Generic Cleanup Criteria													
Sample ID	Residential & Commercial I				SB-1		SB-2		SB-4		SB-5		SB-6	
Sample Depth (feet BGS)					3.0 - 4.0		2.0 - 3.0		10.0 - 11.0		3.0 - 4.0		6.0 - 7.0	
Date Collected					6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted	Ambient Air Finite Volatile Soil Inhalation for 2 Meters	Soil Volatilization To Indoor Air Inhalation	Soil Direct Contact	Groundwater Surface Water Interface (GSI)	6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 8260		EPA 8260		EPA 8261		EPA 8262		EPA 8263	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)					Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
Acetone	1.90E+08	1.1E+8 (C)	2.30E+07	34,000	ND	560	ND	451	ND	504	ND	460	ND	892
Acrylonitrile	2.10E+06	4.80E+06	4.30E+06	NA	ND	560	ND	451	ND	504	ND	160	ND	892
Benzene	79,000	1,600	1.80E+05	4,000(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Bromobenzene	4.50E+05	3.10E+05	5.40E+05	NA	ND	56	ND	45	ND	50	ND	46	ND	89
Bromodichloromethane	19,000	1,200	1.10E+05	ID	ND	56	ND	45	ND	50	ND	46	ND	89
Bromoform	9.00E+05	1.50E+05	8.20E+05	ID	ND	56	ND	45	ND	50	ND	46	ND	89
Bromomethane	1.40E+05	860	3.20E+05	700	ND	56	ND	45	ND	50	ND	46	ND	89
n-Butylbenzene	ID	ID	2.50E+06	ID	ND	56	ND	45	ND	50	ND	46	120	89
sec-Butylbenzene	ID	ID	2.50E+06	ID	ND	56	ND	45	ND	50	ND	46	190	89
tert-Butylbenzene	ID	ID	2.50E+06	NA	ND	56	ND	45	ND	50	ND	46	ND	89
Carbon Disulfide	1.9E+7	76,000	2.8E+5 (C,DD)	ID	ND	560	ND	451	ND	504	ND	460	ND	892
Carbon tetrachloride	28,000	190	96,000	900(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Chlorobenzene	2.10E+06	1.20E+05	2.6E+5 (C)	940	ND	56	ND	45	ND	50	ND	46	ND	89
Chloroethane	2.80E+08	9.5E+5 (C)	9.5E+5 (C)	ID	ND	56	ND	45	ND	50	ND	46	ND	89
Chloroform	270,000	7,200	1.20E+06	3,400(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Chloromethane	1,000,000	2,300	1.1E+6 (C)	ID	ND	56	ND	45	ND	50	ND	46	ND	89
Dibromochloromethane	33,000	3,900	1.10E+05	ID	ND	56	ND	45	ND	50	ND	46	ND	89
Dibromomethane	ID	ID	2.0E+6 (C)	NA	ND	56	ND	45	ND	50	ND	46	ND	89
1,2-Dichlorobenzene	5.20E+07	2.1E+5 (C)	2.1E+5 (C)	360	ND	56	ND	45	ND	50	ND	46	ND	89
1,3-Dichlorobenzene	ID	ID	1.7E+5 (C)	1,100	ND	56	ND	45	ND	50	ND	46	ND	89
1,4-Dichlorobenzene	110,000	19,000	4.00E+05	290	ND	56	ND	45	ND	50	ND	46	ND	89
Dichlorodifluoromethane	1.40E+09	9.00E+05	1.0E+6 (C)	ID	ND	56	ND	45	ND	50	ND	46	ND	89
1,1- Dichloroethane	1.40E+07	2.30E+05	8.9E+5 (C)	15,000	ND	56	ND	45	ND	50	ND	46	ND	89
1,2- Dichloroethane	26,000	2,100	91,000	7200(X)	ND	56	ND	45	ND	50	ND	46	ND	89
1,1- Dichloroethene	13,000	62	2.00E+05	1300(X)	ND	56	ND	45	ND	50	ND	46	ND	89
cis-1,2-Dichloroethylene	990,000	22,000	6.4E+5 (C)	12,000	ND	56	ND	45	ND	50	ND	46	ND	89
tr-1,2-Dichloroethylene	2,000,000	23,000	1.4E+6 (C)	30,000	ND	56	ND	45	ND	50	ND	46	ND	89

TABLE 1 : SOIL ANALYTICAL DATA - VOCs

VOLATILES	Part 201 Generic Cleanup Criteria											
Sample ID	Residential & Commercial I				SB-1		SB-2		SB-4		SB-5		SB-6	
Sample Depth (feet BGS)	Ambient Air Finite Volatile Soil Inhalation for 2 Meters	Soil Volatilization To Indoor Air Inhalation	Soil Direct Contact	Groundwater Surface Water Interface (GSI)	3.0 - 4.0		2.0 - 3.0		10.0 - 11.0		3.0 - 4.0		6.0 - 7.0	
Date Collected					6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 8260		EPA 8260		EPA 8261		EPA 8262		EPA 8263	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)					Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
1,2-Dichloropropane	110,000	4,000	1.40E+05	5,800(X)	ND	56	ND	45	ND	50	ND	46	ND	89
1,3-Dichloropropene	160,000	1,000	10,000	NA	ND	56	ND	45	ND	50	ND	46	ND	89
Diethylether	3.40E+08	7.4E+6 (C)	7.4E+6 (C)	ID	ND	56	ND	45	ND	50	ND	46	ND	89
Ethylbenzene	2,200,000	87,000	1.4E+5 (C)	360	ND	56	ND	45	ND	50	ND	46	110	89
Hexachloroethane	930,000	40,000	2.30E+05	1800(X)	ND	56	ND	45	ND	50	ND	46	ND	89
2-Hexanone	1.40E+06	9.90E+05	2.5E+6 (C)	NA	ND	560	ND	451	ND	504	ND	460	ND	892
Isopropylbenzene	2.80E+06	3.9E+5 (C)	3.9E+5 (C)	ID	ND	56	ND	45	ND	50	ND	46	ND	89
4-Methyl-2-pentanone	6.70E+07	2.7E+6 (C)	2.7E+6 (C)	ID	ND	56	ND	45	ND	50	ND	46	ND	89
MTBE	8.70E+07	5.9E+6 (C)	1.50E+06	15,000(X)	ND	560	ND	451	ND	504	ND	460	ND	892
n-Propylbenzene	ID	ID	2.50E+06	NA	ND	56	ND	45	ND	50	ND	46	ND	89
Styrene	1.40E+06	2.50E+05	4.00E+05	2.20E+03	ND	56	ND	45	ND	50	ND	46	ND	89
1,1,2,2-Tetrachloroethane	14,000	4,300	53,000	1,600(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Tetrachloroethene	1,100,000	11,000	88,000 (C)	900(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Tetrahydrofuran	1.60E+08	1.30E+06	2.90E+06	2.2E+5(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Toluene	1.20E+07	2.5E+5 (C)	2.5E+5 (C)	2,800	ND	56	ND	45	110	50	ND	46	220	89
1,2,4-Trichlorobenzene	2.80E+07	1.1E+6 (C)	9.9E+5 (DD)	1,800	ND	56	ND	45	ND	50	ND	46	ND	89
1,1,1-Trichloroethane	2.80E+07	2.50E+05	4.6E+5 (C)	4,000	ND	56	ND	45	ND	50	ND	46	ND	89
1,1,2-Trichloroethane	44,000	4,600	1.80E+05	6,600(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Trichloroethene	390,000	7,100	5.0E+5 (C,DD)	4,000(X)	ND	56	ND	45	ND	50	ND	46	ND	89
Trichlorofluoromethane	1.50E+09	5.6E+5 (C)	5.6E+5 (C)	NA	ND	56	ND	45	ND	50	ND	46	ND	89
1,2,3-Trichloropropane	ID	ID	8.3E+5 (C)	NA	ND	56	ND	45	ND	50	ND	46	ND	89
1,2,4-Trimethylbenzene	5.00E+08	1.1E+5 (C)	1.1E+5 (C)	570	ND	56	ND	45	100	50	ND	46	1,900	89
1,3,5-Trimethylbenzene	3.80E+08	94,000 (C)	94,000 (C)	1,100	ND	56	ND	45	ND	50	ND	46	ND	89
Vinyl chloride	73,000	270	3,800	300	ND	56	ND	45	ND	50	ND	46	ND	89
Total Xylenes	1.30E+08	1.5E+5 (C)	1.5E+5 (C)	700	ND	168	ND	135	230	151	ND	46	680	268

ND: not detected {below the laboratory method detection limit (MDL)}

TABLE 2: SOIL ANALYTICAL DATA - PNAs AND METALS

SEMI-VOLATILES	Part 201 Generic Cleanup Criteria				SB-1		SB-2		SB-4		SB-5		SB-6	
Sample ID	Residential & Commercial I				SB-1		SB-2		SB-4		SB-5		SB-6	
Sample Depth (feet BGS)	Ambient Air Finite Volatile Soil Inhalation for 2 Meters	Soil Volatilization To Indoor Air Inhalation	Soil Direct Contact	Groundwater Surface Water Interface (GSI)	3.0 - 4.0		2.0 - 3.0		10.0 - 11.0		3.0 - 4.0		6.0 - 7.0	
Date Collected					6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 8270		EPA 8270		EPA 8270		EPA 8270		EPA 8271	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)					Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
Acenaphthene	8.10E+07	1.90E+08	4.10E+07	4400	ND	244	ND	244	280	253	2,500	247	ND	476
Acenaphthylene	2.20E+06	1.60E+06	1.60E+06	ID	ND	244	ND	244	300	253	280	247	ND	476
Anthracene	1.40E+09	1.0E+9 (D)	2.30E+08	ID	ND	244	280	244	ND	253	ND	247	ND	476
Benzo(a)anthracene (Q)	NLV	NLV	20,000	NLL	ND	244	680	244	2,000	253	11,000	247	ND	476
Benzo(a)pyrene (Q)	NLV	NLV	2,000	NLL	300	244	640	244	1,700	253	7,400	247	ND	476
Benzo(b)fluoranthene	ID	ID	20,000	NLL	270	244	580	244	1,600	253	7,500	247	ND	476
Benzo(g,h,i)pyrelene	NLV	NLV	2.50E+06	NLL	ND	244	290	244	840	253	3,700	247	ND	476
Benzo(k)fluoranthene	NLV	NLV	2.00E+05	NLL	280	244	660	244	1,600	253	6,100	247	ND	476
Chrysene (Q)	ID	ID	2.00E+06	NLL	330	244	710	244	1,900	253	8,700	247	ND	476
Dibenzo(a,h)anthracene (Q)	NLV	NLV	2,000	NLL	ND	244	ND	244	ND	253	790	247	ND	476
Fluoranthene	7.40E+08	1.0E+9 (D)	4.60E+07	5,500	520	244	1,700	244	4,700	253	23,000	247	ND	476
Fluorene	1.30E+08	5.80E+08	2.70E+07	5,300	ND	244	ND	244	460	253	3,700	247	ND	476
Indeno(1,2,3-cd)pyrene (Q)	NLV	NLV	20,000	NLL	240	244	440	244	4,100	253	ND	247	ND	476
2-Methylnaphthalene	ID	ID	8.10E+06	ID	ND	244	ND	244	270	253	1,200	247	ND	476
Naphthalene	3.00E+05	2.50E+05	1.60E+07	870	ND	244	ND	244	250	253	1,500	247	ND	476
Phenanthrene	1.60E+05	2.80E+06	1.60E+06	5,300	440	244	1,100	244	3,600	253	18,000	247	ND	476
Pyrene	6.50E+08	1.0E+9 (D)	2.90E+07	ID	510	244	1,500	244	4,000	253	23,000	247	ND	476

ND: not detected {below the laboratory method det

TABLE 2: SOIL ANALYTICAL DATA - PNAs AND METALS

METALS	Part 201 Generic Cleanup Criteria				SB-1		SB-2		SB-4		SB-5		SB-6	
Sample ID	Residential & Commercial I													
Sample Depth (feet BGS)	Ambient Air Finite Volatile Soil Inhalation for 2 Meters	Soil Volatilization To Indoor Air Inhalation	Soil Direct Contact	Groundwater Surface Water Interface (GSI)	3.0 - 4.0		2.0 - 3.0		10.0 - 11.0		3.0 - 4.0		6.0 - 7.0	
Date Collected					6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 6020		EPA 6020		EPA 6021		EPA 6022		EPA 6023	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)					Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
Arsenic	NLV	NLV	7,600	70,000(X)	**13,000**	117	7,000	117	**8,000**	122	**20,000**	119	4,600	229
Barium	NLV	NLV	37,000,000	(G,X)	56,000	91	50,000	91	55,000	95	100,000	93	210,000	179
Cadmium	NLV	NLV	550,000	(G,X)	ND	55	ND	55	ND	57	240	56	ND	107
Chromium	NLV	NLV	NA	3,300	**7,400**	91	**21,000**	91	**6,200**	95	**12,000**	93	**9,800**	179
Copper	NLV	NLV	20,000,000	(G)	390,000	91	28,000	91	54,000	95	130,000	93	220,000	179
Lead	NLV	NLV	400,000	(G,M,X)	270,000	97	34,000	97	180,000	101	250,000	98	120,000	189
Mercury	52,000	48,000	160,000	100	**190**	2.4	ND	2.4	**110**	2.5	**400**	2.5	57	4.8
Selenium	NLV	NLV	2,600,000	400	ND	165	ND	165	ND	171	ND	167	ND	321
Silver	NLV	NLV	2,500,000	500(M)	ND	91	ND	91	ND	95	ND	93	200	179
Zinc	NLV	NLV	170,000,000	(G)	100,000	91	63,000	91	190,000	95	140,000	93	200,000	179

TABLE 1 : GROUNDWATER ANALYTICAL DATA - VOCs

VOLATILES	Part 201 Generic Cleanup Criteria				MW-1		SB-2		SB-4		SB-5		SB-6	
Sample ID	Residential & Commercial I													
Date Collected	Drinking Water Criteria	Groundwater Surface Water Interface Criteria	Groundwater Volatilization to Inhalation Criteria	Groundwater Contact Criteria	6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 8260		EPA 8260		EPA 8260		EPA 8260		EPA 8260	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)					Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
Acetone	730	1,700	1.0E+9 (D,S)	3.10E+07	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Acrylonitrile	140	NA	2.40E+07	5.60E+06	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Benzene	5.0 (A)	200 (X)	5.60E+03	1.10E+04	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Bromobenzene	18	NA	180,000	12,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Bromodichloromethane	100 (A,W)	ID	4.80E+03	1.40E+04	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Bromoform	100 (A,W)	ID	470,000	140,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Bromomethane	10	35	4,000	7.00E+04	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
n-Butylbenzene	80	ID	ID	5,900	1.3	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
sec-Butylbenzene	80	ID	ID	4,400	ND	1.0	ND	1.0	ND	1.0	ND	1.0	120	1.0
tert-Butylbenzene	80	ID	ID	8,900	ND	1.0	ND	1.0	ND	1.0	ND	1.0	190	1.0
Carbon Disulfide	800	ID	2.50E+05	1.2E+6 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Carbon tetrachloride	5.0 (A)	45 (X)	370	4,600	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Chlorobenzene	100 (A)	47	2.10E+05	86,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Chloroethane	430	ID	5.7E+6 (S)	4.40E+05	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Chloroform	100 (A,W)	170 (X)	28,000	1.50E+05	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Chloromethane	260	ID	8,600	4.90E+05	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Dibromochloromethane	100 (A,W)	ID	14,000	18,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Dibromomethane	80	NA	ID	5.30E+05	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,2-Dichlorobenzene	600 (A)	16	1.6E+5 (S)	1.6E+5 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,3-Dichlorobenzene	6.6	38	ID	2,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,4-Dichlorobenzene	75 (A)	13	16,000	6,400	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Dichlorodifluoromethane	1,700	ID	2.20E+05	3.0E+5 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,1- Dichloroethane	880	740	1.00E+06	2.40E+06	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,2- Dichloroethane	5.0 (A)	360 (X)	9,600	19,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,1- Dichloroethene	7.0 (A)	65 (X)	200	11,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
cis-1,2-Dichloroethylene	70 (A)	620	93,000	2.00E+05	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
tr-1,2-Dichloroethylene	100 (A)	1,500	85,000	2.20E+05	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0

TABLE 1 : GROUNDWATER ANALYTICAL DATA - VOCs

VOLATILES	Part 201 Generic Cleanup Criteria				MW-1		SB-2		SB-4		SB-5		SB-6	
Sample ID	Residential & Commercial I													
Date Collected	Drinking Water Criteria	Groundwater Surface Water Interface Criteria	Groundwater Volatilization to Inhalation Criteria	Groundwater Contact Criteria	6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 8260		EPA 8260		EPA 8260		EPA 8260		EPA 8260	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)					Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
1,2-Dichloropropane	5.0 (A)	290 (X)	16,000	16,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,3-Dichloropropene	8.5	NA	3,900	5,500	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Diethylether	10 (E,M)	ID	6.1E+7 (S)	3.50E+07	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Ethylbenzene	74 (E)	18	1.10E+05	1.7E+5 (S)	1.5	1.0	ND	1.0	ND	1.0	ND	1.0	110	1.0
Hexachloroethane	7.3	6.7 (X)	27,000	1,900	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
2-Hexanone	1,000	NA	4.20E+06	5.20E+06	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Isopropylbenzene	800	ID	56,000 (S)	56,000 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
4-Methyl-2-pentanone	1,800	ID	2.0E+7 (S)	1.30E+07	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
MTBE	40 (E)	730 (X)	4.7E+7 (S)	6.10E+05	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
n-Propylbenzene	80	ID	ID	15,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Styrene	100 (A)	80	1.70E+05	9,700	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,1,2,2-Tetrachloroethane	8.5	78 (X)	12,000	4,700	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Tetrachloroethene	5.0 (A)	45 (X)	25,000	12,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Tetrahydrofuran	95	11,000 (X)	6.90E+06	1.60E+06	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Toluene	790 (E)	140	5.3E+5 (S)	5.3E+5 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,2,4-Trichlorobenzene	70 (A)	30	3.0E+5 (S)	19,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	220	1.0
1,1,1-Trichloroethane	200 (A)	200	6.60E+05	1.3E+6 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,1,2-Trichloroethane	5.0 (A)	330 (X)	17,000	21,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Trichloroethene	5.0 (A)	200 (X)	15,000	22,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Trichlorofluoromethane	2,600	NA	1.1E+6 (S)	1.1E+6 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,2,3-Trichloropropane	42	NA	ID	84,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
1,2,4-Trimethylbenzene	63 (E)	17	56,000 (S)	56,000 (S)	1.6	1.0	ND	1.0	ND	1.0	ND	1.0	1.9	1.0
1,3,5-Trimethylbenzene	72 (E)	45	61,000 (S)	61,000 (S)	ND	1.0	ND	1.0	ND	1.0	ND	1.0	1.0	1.0
Vinyl chloride	2.0 (A)	15	1,100	1,000	ND	1.0	ND	1.0	ND	1.0	ND	1.0	ND	1.0
Total Xylenes	280 (E)	35	1.9E+5 (S)	1.9E+5 (S)	3.3	3.0	ND	3.0	ND	3.0	ND	3.0	ND	3.0

ND: not detected (below the laboratory method detection limit (MDL))

TABLE 2: GROUNDWATER ANALYTICAL DATA - PNAs AND METALS

SEMI-VOLATILES	Part 201 Generic Cleanup Criteria													
Sample ID	Residential & Commercial I				MW-1		SB-2		SB-4		SB-5		SB-6	
Date Collected	Drinking Water Criteria	Groundwater Surface Water Interface Criteria	Groundwater Volatilization to Inhalation Criteria	Groundwater Contact Criteria	6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 8270		EPA 8270		EPA 8270		EPA 8270		EPA 8271	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)					Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
Acenaphthene	1,300	19	4,200 (S)	4,200 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Acenaphthylene	52	ID	3,900 (S)	3,900 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Anthracene	43 (S)	ID	43 (S)	43 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Benzo(a)anthracene (Q)	2.1	ID	NLV	9.4 (S,AA)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Benzo(a)pyrene (Q)	2.0 (M)	ID	ID	2.0 (M,AA)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Benzo(b)fluoranthene	5.0 (M)	NA	NLV	5.0 (M,AA)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Benzo(g,h,i)pyrelene	5.0 (M)	NA	NLV	5.0 (M,AA)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Benzo(k)fluoranthene	5.0 (A)	ID	NLV	2.0 (M,AA)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Chrysene (Q)	5.0 (M)	ID	ID	5.0 (M,AA)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Dibenzo(a,h)anthracene (Q)	2.0 (M)	ID	NLV	2.0 (M,AA)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Fluoranthene	210 (S)	5.0 (M)	210 (S)	210 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Fluorene	880	12	2,000 (S)	2,000 (S)	ND	1.0	ND	1.1	ND	1.0	2.2	1.0	ND	1.2
Indeno(1,2,3-cd)pyrene (Q)	2.0 (M)	ID	NLV	2.0 (AA,M)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
2-Methylnaphthalene	260	ID	ID	25,000 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Naphthalene	520	13	31,000 (S)	31,000 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Phenanthrene	52	5.0 (M)	1,000 (S)	1,000 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2
Pyrene	140 (S)	ID	140 (S)	140 (S)	ND	1.0	ND	1.1	ND	1.0	ND	1.0	ND	1.2

ND: not detected {below the laboratory method de

TABLE 2: GROUNDWATER ANALYTICAL DATA - PNAs AND METALS

METALS	Part 201 Generic Cleanup Criteria				MW-1		SB-2		SB-4		SB-5		SB-6	
Sample ID	Residential & Commercial I				MW-1		SB-2		SB-4		SB-5		SB-6	
Date Collected					6/6/05		6/6/05		6/6/05		6/6/05		6/6/05	
Date Extracted					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Date Analyzed					6/13/05		6/13/05		6/13/05		6/13/05		6/13/05	
Analytical Method No.					EPA 6020		EPA 6020		EPA 6021		EPA 6022		EPA 6023	
Collection Method					GRAB		GRAB		GRAB		GRAB		GRAB	
CONSTITUENT (µg/kg)	Drinking Water Criteria	Groundwater Surface Water Interface Criteria	Groundwater Volatilization to Inhalation Criteria	Groundwater Contact Criteria	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL	Conc	MDL
Arsenic	50 (A)	150 (X)	NLV	4,300	17	2.1	5.7	2.1	ND	2.1	9.4	2.1	62	2.1
Barium	2,000 (A)	(G,X)	NLV	1.40E+07	180	1.5	160	1.5	150	1.5	290	1.5	950	1.5
Cadmium	5.0 (A)	(G,X)	NLV	1.90E+05	1.8	0.9	ND	0.9	ND	0.9	ND	0.9	ND	0.9
Chromium	100 (A)	11	NLV	4.60E+05	11	1.5	4.1	1.5	7.0	1.5	27	1.5	35	1.5
Copper	1,000 (E)	(G)	NLV	7.40E+06	8.3	1.5	170	1.5	9.5	1.5	170	1.5	510	1.5
Lead	4.0 (L)	(G,X)	NLV	ID	1	0.16	0.8	0.16	0.84	0.16	4.2	0.16	6.2	0.16
Mercury	2.0 (A)	0.0013	56 (S)	56 (S)	16	1.6	160	1.6	37	1.6	310	1.6	1,100	1.6
Selenium	50 (A)	5	NLV	9.70E+05	ND	2.7	ND	2.7	ND	2.7	ND	2.7	ND	2.7
Silver	34	0.2 (M)	NLV	1.50E+06	ND	0.15	0.97	0.14	0.58	0.14	ND	0.14	ND	0.14
Zinc	2,400	(G)	NLV	1.10E+08	88	1.5	200	1.5	75	95	280	95	670	95

South @Water

PROJECT:	South @Water	260
Developer:	Belmar Development Group	
Contact:	Dwight E. Belyue 313.833-3600 ext 22	
Contractor:	TBD	
Architect:	Rossetti Architects	
Contact:	Kevin Asheby 248-262-8300	
Financing:	Standard Federal Bank	
Contact:	Sonya Delley	

SOURCES OF FUNDS	**% Cost**	**% of Value**	
Senior Debt	75.21%	70.79%	$90,000,000.00
Canyon Johnson/Pension Fund	12.54%	11.80%	$15,000,000.00
DIF	2.09%	1.97%	$2,500,000.00
SBT Equity	4.90%	4.62%	$5,868,576.00
Owner Equity	5.26%	4.95%	$6,291,778.76
TOTAL SOURCES	100.00%	94.12%	**$119,660,354.76**

USES OF FUNDS	
ACQUISITION	
Site	$1,982,022.49
TOTAL ACQUISITION	**$1,982,022.49**
CONSTRUCTION COSTS	
Total Construction	$79,711,337.00
Total Construction	**$79,711,337.00**
FINANCING/SOFT COSTS	
ARCHITECTURAL & ENGINEERING	4,050,815
TAXES/INSURANCE/PERMITS	1,476,702
FINANCING COSTS	10,517,288
SELLING COSTS	6,608,231
PUBLIC RELATIONS & MARKETING	3,289,831
GENERAL & ADMINISTRATIVE	6,826,840
CONTINGENCY	5,197,289
TOTAL FINANCING/SOFT COSTS	**$37,966,995.27**
TOTAL DEVELOPMENT COSTS	**$119,660,354.76**

Sources & Uses Worksheet

7-Aug-06		REVENUE
	Unit Count	
Atw. Sth	260	$122,079,210.53
Parking	130	$3,262,500.00
Total Res		**$125,341,710.53**
Retail		$1,795,500.00
Retail Park		$0.00
Total Retail		**$1,795,500.00**
Total		**$127,137,210.53**
GP	**6.25%**	**$7,476,855.76**
DEGC		($744,480.00)
SBT		**$7,335,720.00**
Profit	**11.76%**	**$14,068,095.76**
TIF		$3,100,000.00
Profit After TIF	**14.35%**	**$17,168,095.76**

III. DEVELOPMENT PLAN

@water lofts

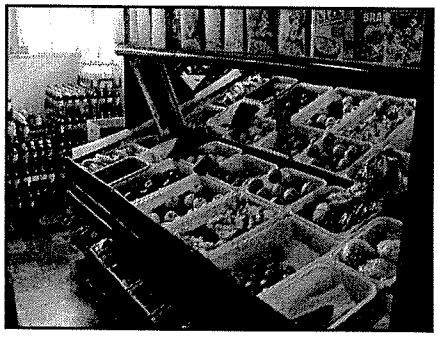
East Riverfront District Vision

Imagine a five minute walk commute from a long days work. Arriving at your new @water Lofts home just in time to see the world famous Detroit 4th of July Fireworks along the serene Detroit River, which just happens to be in your front yard. Shortly after taking in the view from the rooftop garden, you and a couple of friends take a leisurely walk down to Seldom Blues. Along the way, you see colleagues from work, friends, and family enjoying neighborhood shops and cafes all along Atwater. All the while, the Tricentennial Park is packed with people strolling along enjoying the mid-summer night's breeze. We envision residents walking down the street to buy groceries for the evening and retiring to a rooftop deck to watch the sun set. Perhaps they will stop by the local coffee shop and read the paper at an outdoor seating area. Maybe an early morning jog to Belle Isle while most of the city starts to waken or a bike ride down the riverfront to see friends or visit that new store that has recently opened.

The @water Lofts will active Atwater Street by creating a vibrant, mixed-use streetscape such as that seen in this image.

Although this is fictional today, we aim to bring it to reality. Our focus is to provide a better quality of life in the city, one that meets the desires and the whimsy of the sophisticated condo buyer of today. Hines/Belmar is poised to meet this challenge.

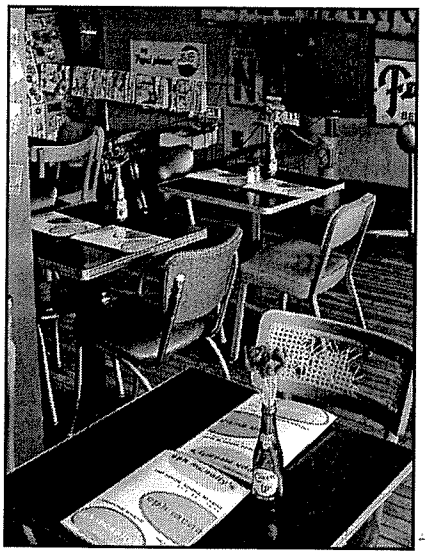
During the past eight years, the City of Detroit and General Motors have been the visionary champions of Detroit's East Riverfront. Just over eight years ago, GM acquired and redeveloped the Renaissance Center, doing so in a manner which opens the towering complex to the larger Detroit community, both physically and symbolically. Commissioned in 2002 by the City of Detroit, Cooper Robertson Associates created a master plan for the East Riverfront District, providing the guiding principles for infill development. More recently, the City of Detroit and GM have assembled a group of private corporations, foundations and governmental stakeholders to form the Detroit Riverfront Conservancy. The goal of the Conservancy is the



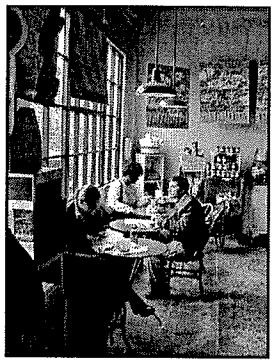
The @water Lofts will provide opportunities for neighborhood-scale and national retail.

creation of the Detroit Riverwalk, a pedestrian and bicycle pathway that will provide unrestricted public access to the Detroit River from Hart Plaza to Belle Isle. The transformation of Detroit's East Riverfront zone has been envisioned, and is being executed, on a scale rarely seen before. It is unfolding as a story of national significance.

@water Lofts will be the nexus of the East Riverfront District. Strategically, the site will serve as a vital activity center along Atwater Street, linking the outdoor GM Plaza and Promenade with the Tri-Centennial State Park and Harbor. We have selected the Atwater South and Atwater North parcels for our proposed development. We believe that the combination of these two sites is of vital importance to the establishment of an urban living experience. Therefore, our development proposal to the EDC is for the two sites to be viewed as a single project. Using the nine-acre combined site area, our goal is to create the anchor development of a 24-hour urban neighborhood where residents can live, work and play. We see this development as the new core of this area and it will set the standard and promote further growth within the district. Finally, the plan for this development will be executed with a dedication to quality that will help fulfill the vision shared by the City of Detroit, General Motors, the Detroit Riverfront Conservancy, and the State of Michigan that together have stepped forward together to support these extraordinary projects.



The @water Lofts will attract an exciting mix of restaurants to serve new residents.



The @water Lofts will have space for local coffee shops and various boutique style retailers.

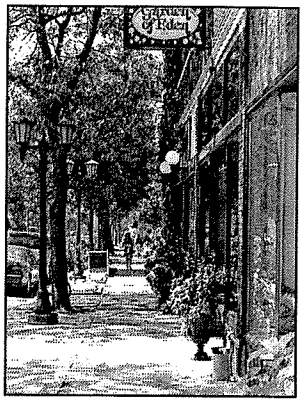
These goals can be accomplished through urban design that recognizes the necessity for active, pedestrian-oriented building design at the street level. All parking for the @water Lofts will be in mid-block private structures hidden from view by storefronts and/or residential linear buildings at grade level. Convenient entrances to parking garages will be from side streets, minimizing their impact visually on Atwater and to the pedestrian traffic, while maintaining the integrity and the scale we are attempting to create on Atwater and Riopelle.

These changes include adding parallel parking to both sides of Atwater Street. This will slow traffic down, making the street more pedestrian friendly and livable for the residents and employees while enhancing the street-level retail along Atwater by providing convenient short-term parking and slower traffic speeds.

The retail at grade level along Atwater will be neighborhood oriented, boutique-scale offerings featuring coffee shops, dry cleaning, small produce markets, cafes and other

services typically associated with urban neighborhoods. These flexible spaces will offer opportunities for national chain stores as well as local entrepreneurs. The architectural treatment of the retail and residential elements is the key to creating a scale and rhythm that will heighten the physical and visual access to the retailers and provide a pleasant pedestrian experience. Through the use of various masonry colors and patterns, fenestration detail, awnings and signage, the articulation of the facades will be come an exciting visual backdrop to the activity on the street. The street furniture, including planters, seating and waste receptacles, along with district-standard light poles, banners and pavers will create a sense of place and tie this development directly to the Detroit RiverWalk. The use of these homogenous elements will bolster the identity of the district and enhance the continuity of the streets and pathways.

We envision an area with the feel of a reclaimed waterfront warehouse zone with contemporary components. Brick is seen as the primary material, giving a nod to the industrial heritage of the district, with contemporary touches coming from expansive windows, inviting entries, colorful awnings and canopies, with creative and well-controlled sign styles. Massing of the proposed development will decrease from the ground level retail level to the residential units above. This approach establishes a strong street wall without creating a canyon effect at street level, allowing for sunlight to fill the streetscape. This also allows for an even distribution of residential views to the Detroit River.



The architecture of the @water development will bring a scale and rhythm to activate the East Riverfront district.

The Parcels

<u>@water NorthEast (5 stories, 142 residential units)</u>

The Atwater North site is critical to establishing the identity of the East Riverfront District and should be the first development. We will offer amenities to attract the initial downtown residents and visitors. Development of the @water Lofts will initiate with construction on the eastern half of the Atwater North parcel. The site plan recognizes the importance of the corner location at Atwater and Riopelle Streets by providing twenty-one thousand square feet of street-level retail space, enough area to attract a variety of retail uses. Additionally, we have provided seven work/live residential units facing onto Riopelle Street to maximize the benefits of the dedicated park space immediately to the east. A total of 142 residential units will be built in a loft style affording residents a variety of floor plans, stunning views, hardwood floors and exposed brick surfaces.

<u>@water NorthWest (5 stories, 167 residential units)</u>

The second phase to be known as @water NorthWest will follow on the western half of the six acre site, with adjustments to unit design and pricing driven by the success of Phase I. This phase anticipates 167 residential units in a similar loft style as the previous phase. With the addition of this phase, we will create a 'pocket park' between Phase I and II for fourteen <u>ground floor residential units. We envision a mid-block crossing on Atwater Street directly</u>

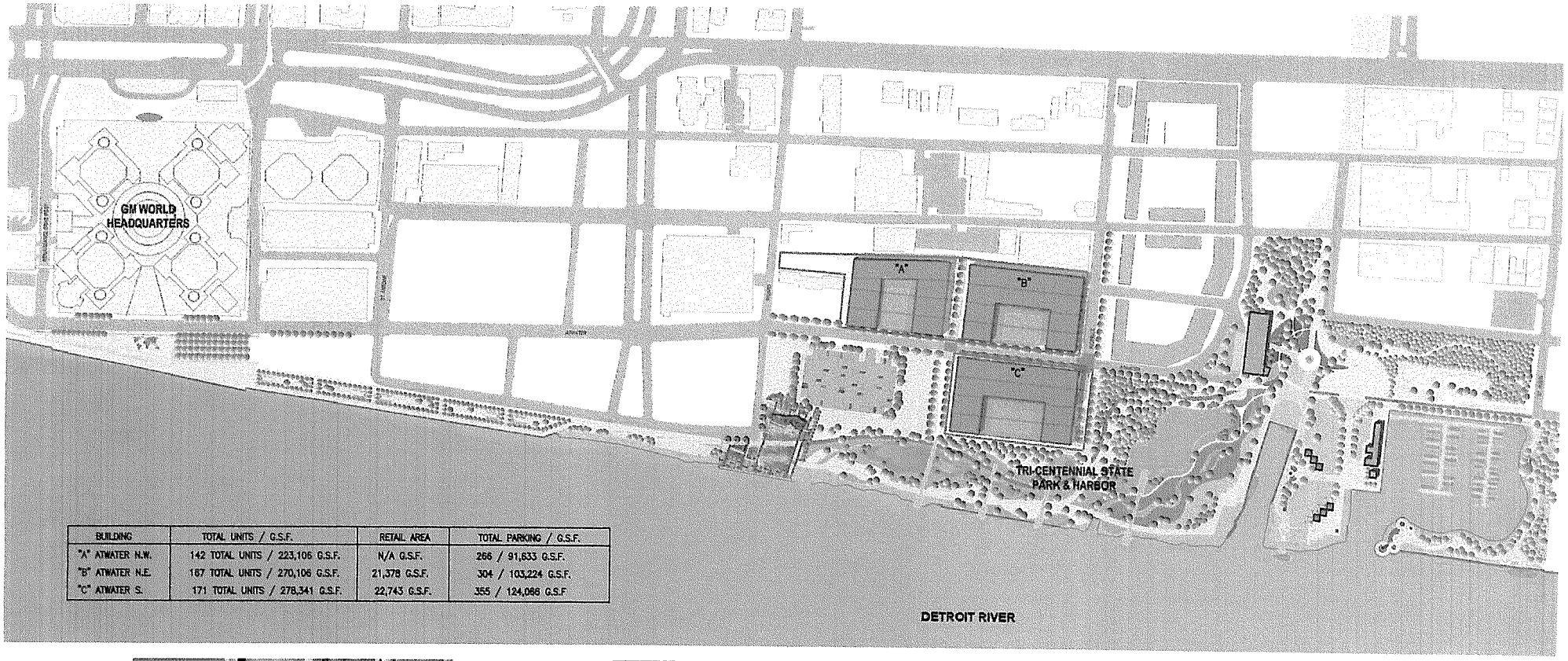
across from this pocket park to encourage pedestrian activity across the street. Vehicle access to the structured parking deck takes advantage of the Rivard Street access route, separating vehicle traffic from the active retail along Atwater Street. The residential units on levels 3-5 will enjoy an ample garden court with views of the Detroit River and the new state park.

@water South (5 stories, 171 residential units)

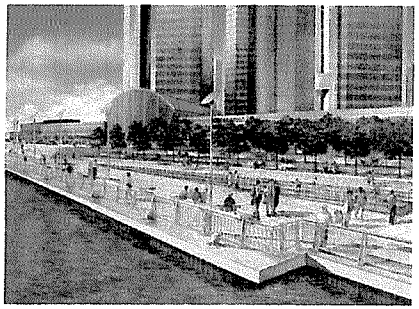
The Atwater South site will be developed last, offering the greatest number of residential units at a time when the East Riverfront District will be established as Detroit's premier neighborhood. Twenty-two thousand square feet of ground floor retail space is provided along the entire Atwater Street frontage. Vehicle entry to the two-story parking area is provided from a service drive on the east side of this site. Townhomes will flank the south side of the Atwater South parcel, creating a human scale for those cycling and walking in the future State Park between the water and the East Riverfront development, and simultaneously shielding the structured parking. Residents of these townhomes will share in the landscape amenities offered by the state's first urban park. On levels 3-5, the residents will enjoy an ample garden court with unrestricted views of sunrises and sunsets over the Detroit River, Canada and the new state park.

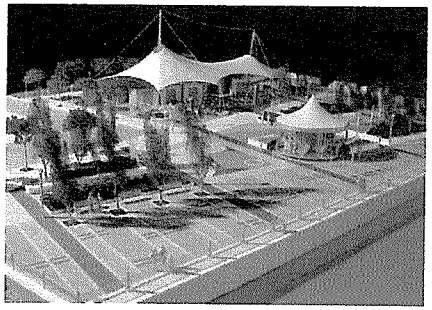
These combined buildings provide a wide variety of residential and retail spaces providing a diverse group of potential residents and proprietors many excellent choices. With Tri-Centennial State Park and Harbor serving as a front yard and unprecedented access to the Detroit RiverWalk connecting the Ambassador Bridge to the rich beauty of Belle Isle Park, the @water Lofts are truly the heart of it all.

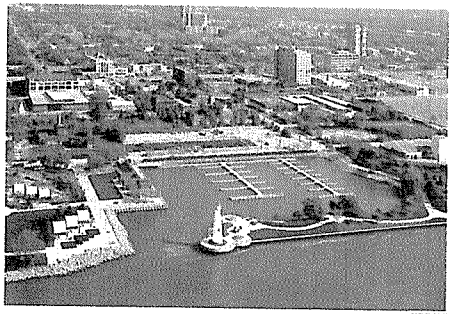
On the following page we have included a preliminary project schedule to reflect our forecast for an entire sequence of development activities. However, Belmar/Hines does have the financial capacity to build out the development in fewer phases if the market dictates. For example, Atwater North could be built in a single phase, followed by Atwater South.



BUILDING	TOTAL UNITS / G.S.F.	RETAIL AREA	TOTAL PARKING / G.S.F.
"A" ATWATER N.W.	142 TOTAL UNITS / 223,106 G.S.F.	N/A G.S.F.	266 / 91,633 G.S.F.
"B" ATWATER N.E.	167 TOTAL UNITS / 270,106 G.S.F.	21,378 G.S.F.	304 / 103,224 G.S.F.
"C" ATWATER S.	171 TOTAL UNITS / 278,341 G.S.F.	22,743 G.S.F.	355 / 124,066 G.S.F







SITE PLAN

@water lofts

Detroit, MI

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Hines

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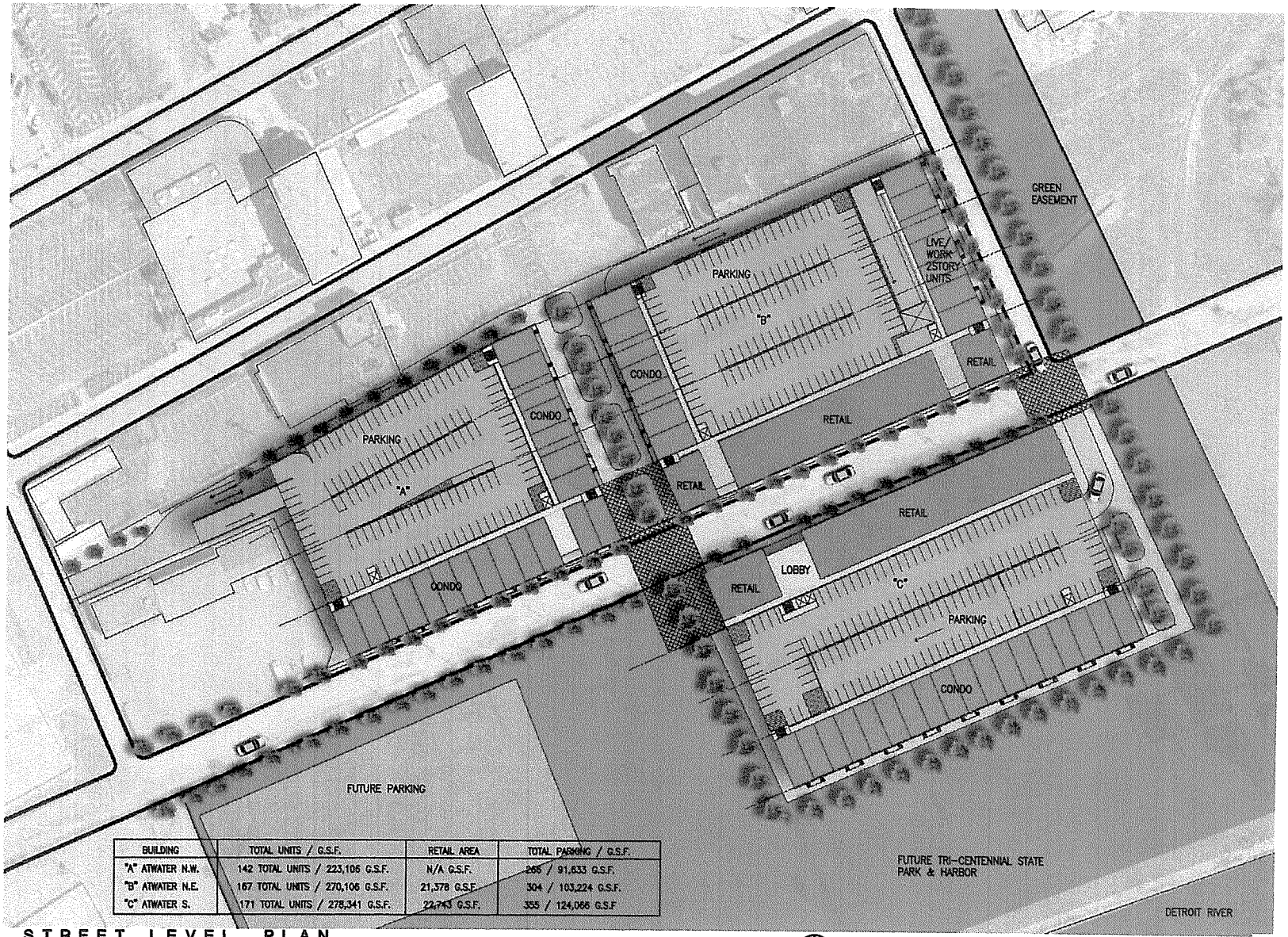

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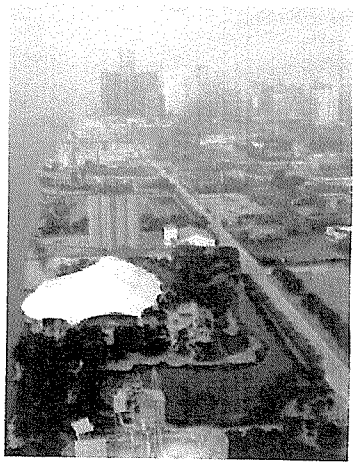

STREET LEVEL PLAN

@water lofts

Detroit, MI

0 50' 100' 150'

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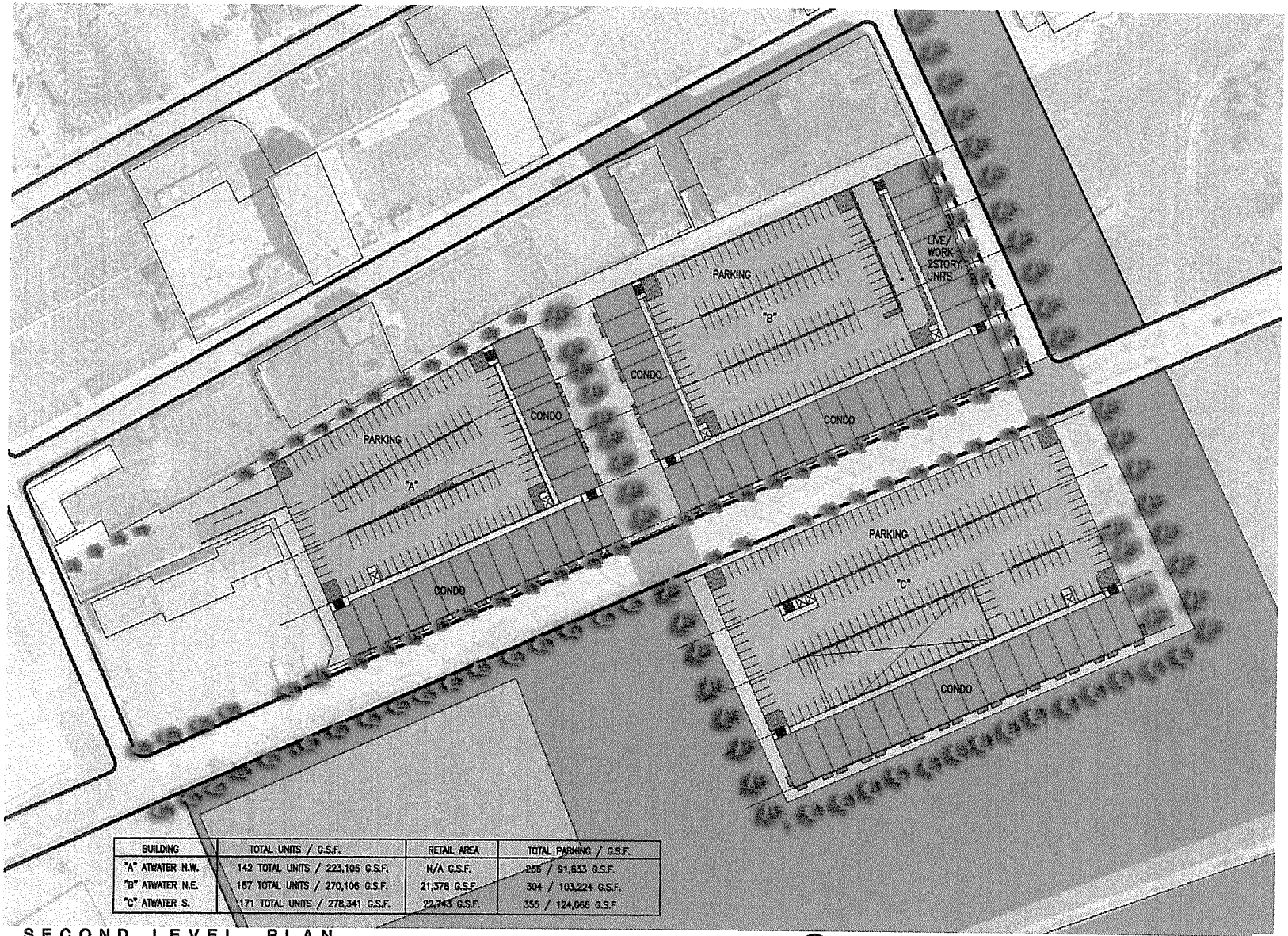

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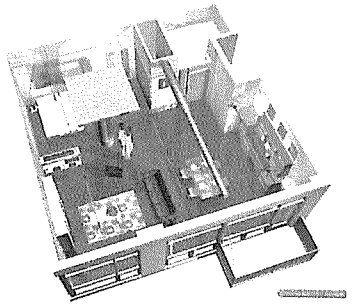

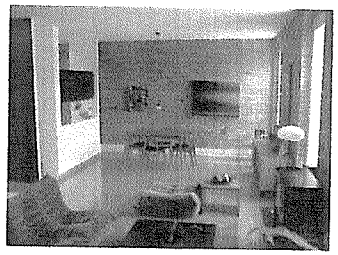

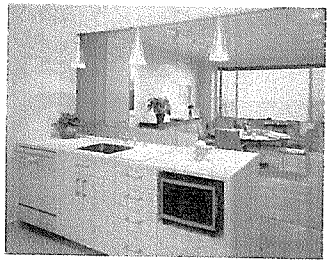

SECOND LEVEL PLAN

@water lofts

Detroit, MI

0 50' 100' 150'

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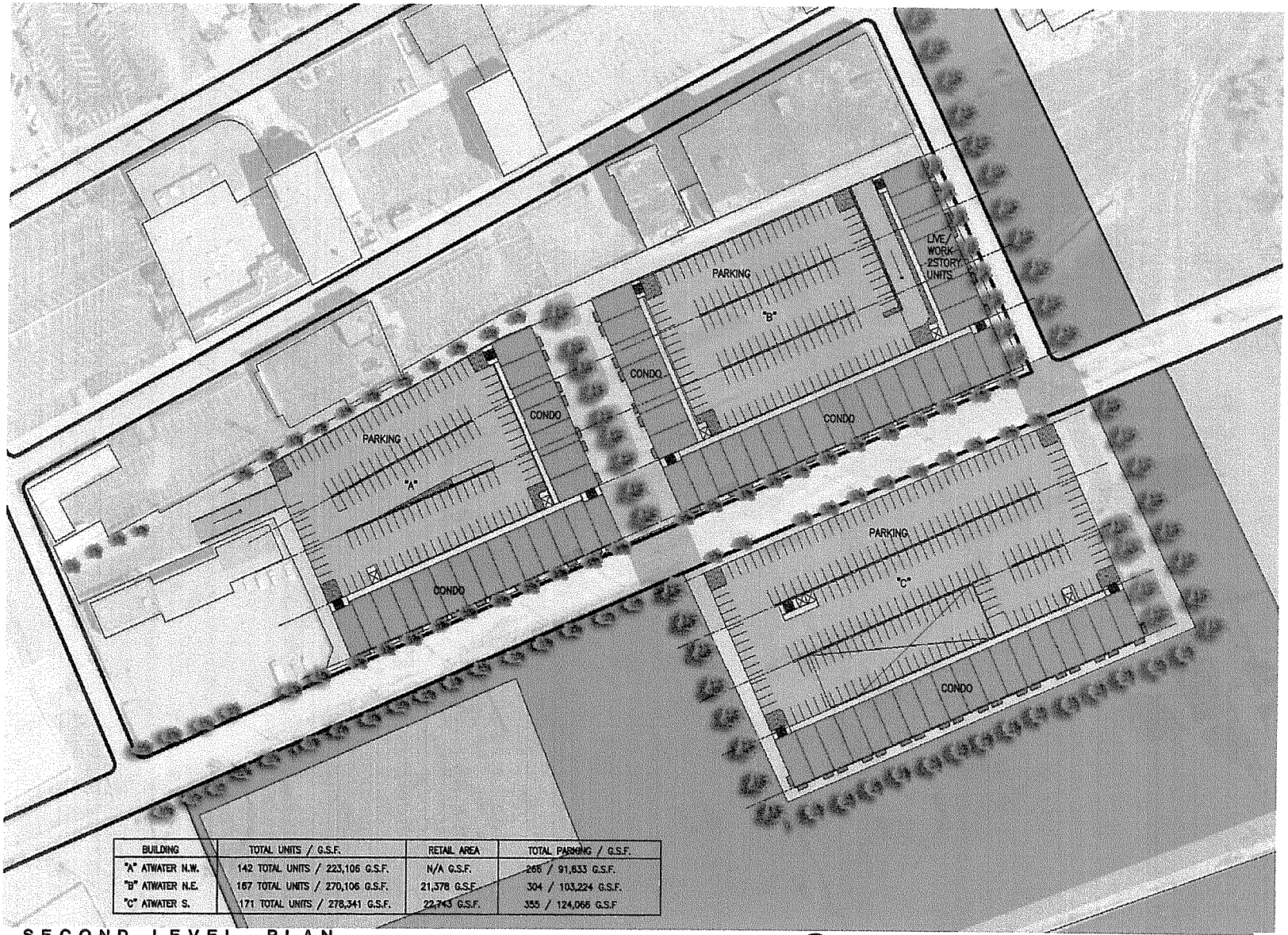

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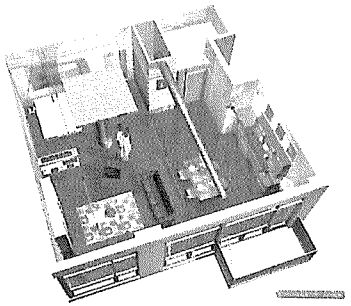

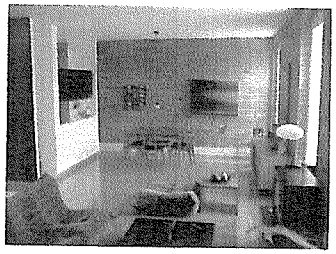

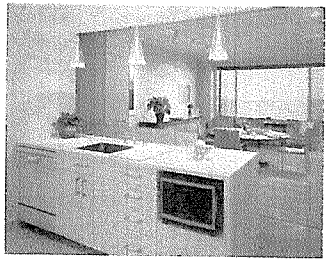

SECOND LEVEL PLAN

@water lofts

Detroit, MI

0 50' 100' 150'

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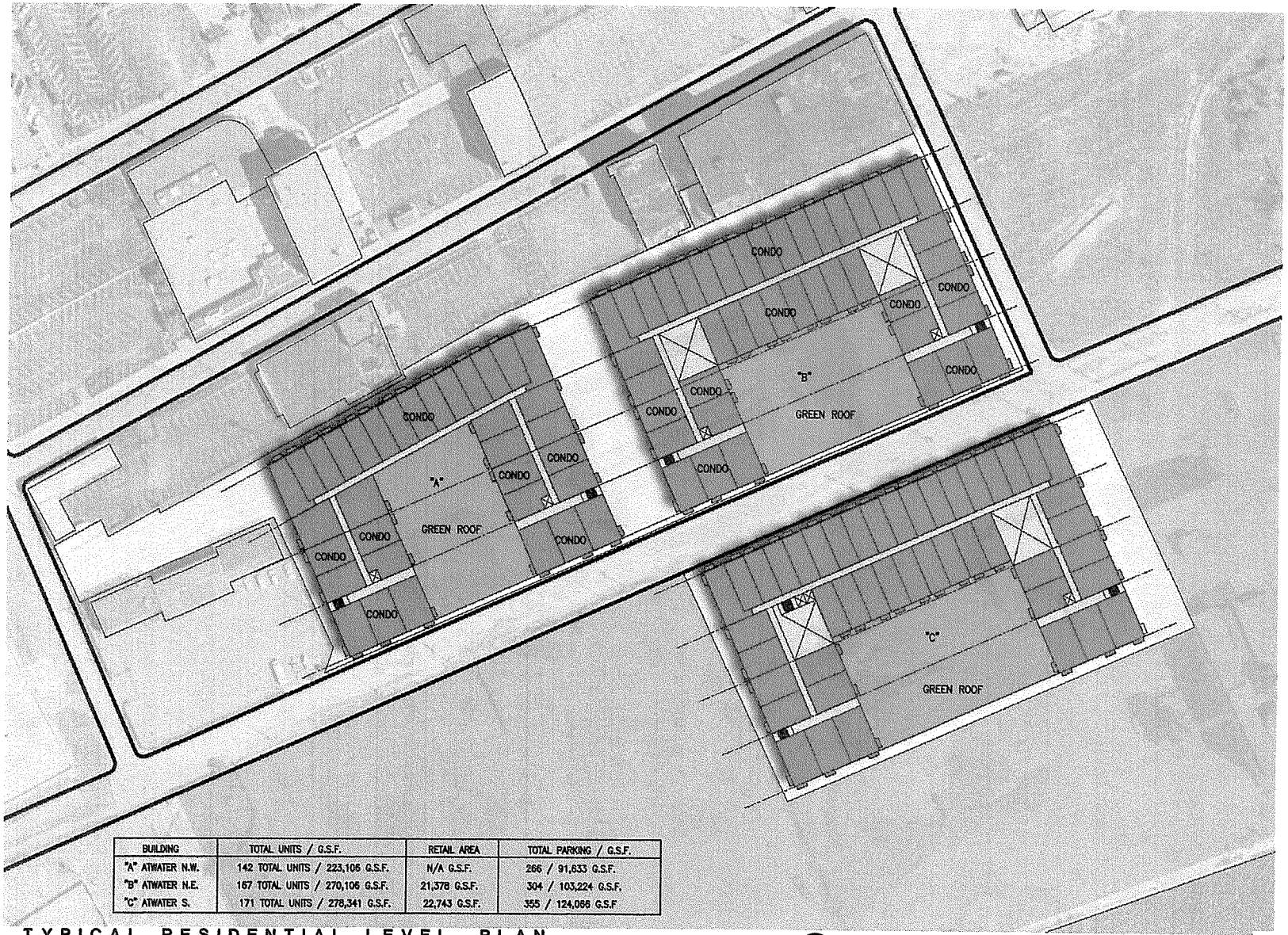

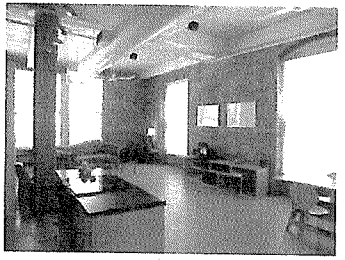

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TYPICAL RESIDENTIAL LEVEL PLAN

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0 50' 100' 150'

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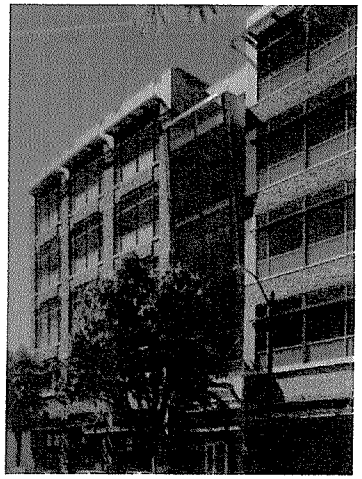

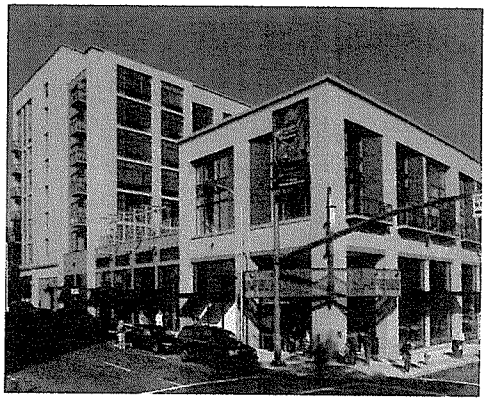

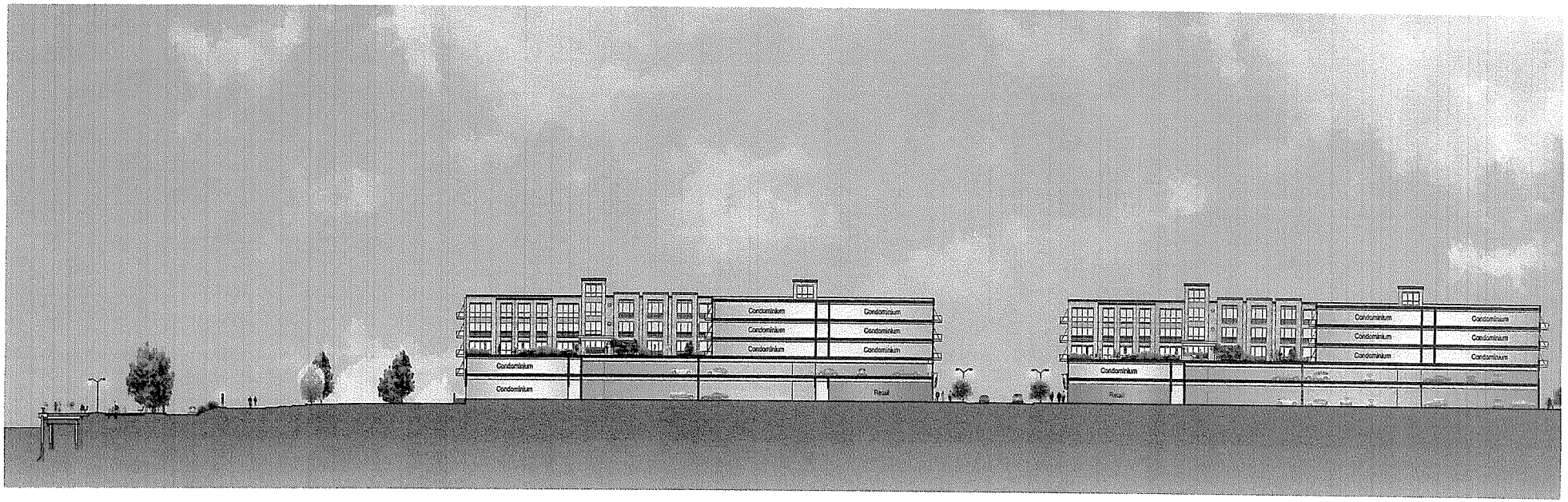

SECTION

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Detroit, MI

0 24' 48' 72'

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